

IMPORTANT NOTICE

In accessing the attached base prospectus supplement (the "Supplement") you agree to be bound by the following terms and conditions.

The information contained in the Supplement may be addressed to and/or targeted at persons who are residents of particular countries only as specified in the Base Prospectus (as defined in the Supplement) and is not intended for use, and should not be relied upon, by any person outside those countries. **Prior to relying on the information contained in the Supplement, you must ascertain from the Base Prospectus whether or not you are an intended addressee of, and eligible to view, the information contained therein.**

The Supplement and the Base Prospectus do not constitute, and may not be used in connection with, an offer to sell or the solicitation of an offer to buy securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, exemption from registration or qualification under the securities law of any such jurisdiction.

The securities described in the Supplement and the Base Prospectus have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**Securities Act**"), or with any securities regulatory authority of any state or other jurisdiction of the United States and may include notes in bearer form that are subject to U.S. tax law requirements. Subject to certain exceptions, such securities may not be offered, sold or delivered within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act ("**Regulation S**")). The securities described in the Supplement and the Base Prospectus will only be offered in offshore transactions to non-U.S. persons in reliance upon Regulation S.

For a more complete description of restrictions on offers and sales of the securities described in the Supplement and the Base Prospectus, see pages i to v and the sections "*Subscription and Sale*" in the Base Prospectus.

SUPPLEMENT NO. 2 DATED 2 AUGUST 2013 TO THE BASE PROSPECTUS DATED 26 APRIL 2013



NORDEA BANK AB (publ)

(Incorporated with limited liability in the Kingdom of Sweden)

€40,000,000,000

Euro Medium Term Note Programme

This supplement no. 2 (the "**Supplement**") is supplemental to, and must be read in conjunction with, the base prospectus dated 26 April 2013 and the base prospectus supplement dated 16 May 2013 (together, the "**Base Prospectus**") prepared by Nordea Bank AB (publ) (the "**Issuer**") with respect to its €40,000,000,000 Euro Medium Term Note Programme (the "**Programme**") and constitutes a supplement for the purposes of Article 16 of Directive 2003/71/EC, as amended (the "**Prospectus Directive**"). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement has been approved by the Central Bank of Ireland (the "**Central Bank**"), as competent authority under the Prospectus Directive. The Central Bank only approves this Supplement as meeting the requirements imposed under Irish and European law pursuant to the Prospectus Directive.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

To the extent that there is any inconsistency between (a) any statements in or incorporated by reference into this Supplement and (b) any statement in or incorporated by reference into the Base Prospectus, the statements in this Supplement will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted since the publication of the Base Prospectus.

AMENDMENTS TO THE BASE PROSPECTUS

With effect from the date of this Supplement, the information appearing in the Base Prospectus shall be amended and/or supplemented in the manner described below.

Second Quarter Report 2013

On 17 July 2013, the Issuer published its second quarter report for the six months ending 30 June 2013 (the "**Second Quarter Report 2013**"). The Second Quarter Report 2013 contains unaudited consolidated financial statements. By virtue of this Supplement, the unaudited consolidated income statement, the balance sheet, the statement of changes in equity, the cash flow statement and the related notes of the Second Quarter Report 2013 are set out in the annex hereto, and such annex forms part of this Supplement and the Base Prospectus.

Recent Developments

The following recent developments are inserted into the Base Prospectus following the last paragraph under the heading "Recent Developments" on page 119 of the Base Prospectus:

"Divesting the Nordea Group's Polish banking, life and financing businesses

The Nordea Group has on June 12 2013 signed an agreement to divest its Polish banking, financing and life insurance operations, including Nordea Bank Polska S.A., Nordea Finance Polska S.A. and Nordea Polska Towarzystwo Ubezpieczeń na Życie S.A., to PKO Bank Polski S.A. for EUR 694 million.

The transaction is expected to be completed during 2013 and is subject to regulatory approvals. PKO Bank Polski S.A. has launched a public tender offer for the shares in Nordea Bank Polska S.A. in compliance with local stock exchange regulations.

As a result of the transaction, the Polish operations are reported as discontinued operations from the second quarter report and until the closing of the transaction. The Nordea Group's operations centre in Lodz and the Polish pension fund company will not be affected by the transaction.

Swedish State sale of Nordea shares

On June 19 2013, the Swedish State divested 6.4 per cent. of the outstanding shares in Nordea Bank to approximately 350 investors, and approximately 70 per cent. of the shares were sold to non-Nordic investors."

UPDATE OF THE SUMMARY OF THE PROGRAMME

The Summary of the Programme included in the Base Prospectus is updated in the Appendix 1 to this Supplement.

SELECTED FINANCIAL INFORMATION

The Selected Financial Information section on pages 127-129 of the Base Prospectus is replaced in its entirety with the updated Selected Financial Information in Appendix 2 to this Supplement as there has been a restatement of certain figures set out therein for the reasons set out in Note 1 of the Second Quarter Report 2013.

ANNEX

Index

Nordea Bank AB (publ)

1. Unaudited consolidated income statement dated 30 June 2013	Page 5
2. Unaudited consolidated balance sheet dated 30 June 2013	Page 6
3. Unaudited consolidated statement of changes in equity dated 30 June 2013	Page 7
4. Unaudited consolidated cash flow statement (condensed) dated 30 June 2013	Page 8
5. Notes to the Consolidated Financial Statements	Pages 9 to 24
6. Unaudited income statement dated 30 June 2013	Page 25
7. Unaudited balance sheet dated 30 June 2013	Page 26
8. Notes to the Nordea Bank Financial Statements	Page 27
9. KPMG AG Report on Review of Interim Financial Information	Page 28

Income statement

EURm	Note	Q2 2013	Q2 2012	Jan-Jun 2013	Jan-Jun 2012	Full year 2012
Operating income						
Interest income		2,686	3,010	5,379	6,089	11,939
Interest expense		-1,295	-1,595	-2,630	-3,301	-6,376
Net interest income		1,391	1,415	2,749	2,788	5,563
Fee and commission income		904	806	1,749	1,583	3,258
Fee and commission expense		-240	-203	-462	-392	-790
Net fee and commission income	3	664	603	1,287	1,191	2,468
Net result from items at fair value	4	416	492	860	955	1,774
Profit from companies accounted for under the equity method		9	14	44	37	93
Other operating income		10	22	56	45	100
Total operating income		2,490	2,546	4,996	5,016	9,998
Operating expenses						
General administrative expenses:						
Staff costs		-753	-746	-1,507	-1,502	-2,989
Other expenses	5	-453	-452	-914	-893	-1,808
Depreciation, amortisation and impairment charges of tangible and intangible assets		-50	-61	-102	-108	-267
Total operating expenses		-1,256	-1,259	-2,523	-2,503	-5,064
Profit before loan losses		1,234	1,287	2,473	2,513	4,934
Net loan losses	6	-186	-203	-384	-418	-895
Operating profit		1,048	1,084	2,089	2,095	4,039
Income tax expense		-248	-276	-506	-529	-970
Net profit for the period from continuing operations		800	808	1,583	1,566	3,069
Net profit for the period from discontinued operations, after tax	14	-29	13	-16	30	57
Net profit for the period		771	821	1,567	1,596	3,126
Attributable to:						
Shareholders of Nordea Bank AB (publ)		772	820	1,566	1,593	3,119
Non-controlling interests		-1	1	1	3	7
Total		771	821	1,567	1,596	3,126
Basic earnings per share, EUR - Total operations		0.19	0.21	0.39	0.40	0.78
Diluted earnings per share, EUR - Total operations		0.19	0.21	0.39	0.40	0.78

Statement of comprehensive income

EURm	Q2 2013	Q2 2012	Jan-Jun 2013	Jan-Jun 2012	Full year 2012
Net profit for the period	771	821	1,567	1,596	3,126
Items that may be reclassified subsequently to income statement					
Currency translation differences during the period	-568	4	-574	193	409
Hedging of net investments in foreign operations:					
Valuation gains/losses during the period	272	-36	304	-134	-254
Tax on valuation gains/losses during the period	-60	9	-67	35	45
Available-for-sale investments: ¹					
Valuation gains/losses during the period	-24	-4	10	55	67
Tax on valuation gains/losses during the period	8	1	-1	-14	-17
Cash flow hedges:					
Valuation gains/losses during the period	29	5	27	-42	-188
Tax on valuation gains/losses during the period	-7	0	-7	12	50
Items that may not be reclassified subsequently to the income statement					
Defined benefit plans:					
Remeasurement of defined benefit plans	-	-	-	-	362
Tax on remeasurement of defined benefit plans	-	-	-	-	-87
Other comprehensive income, net of tax	-350	-21	-308	105	387
Total comprehensive income	421	800	1,259	1,701	3,513
Attributable to:					
Shareholders of Nordea Bank AB (publ)	422	799	1,258	1,698	3,506
Non-controlling interests	-1	1	1	3	7
Total	421	800	1,259	1,701	3,513

¹Valuation gains/losses related to hedged risks under fair value hedge accounting are accounted for directly in the income statement.

Balance sheet

EURm	Note	30 Jun 2013	31 Dec 2012	30 Jun 2012
Assets				
Cash and balances with central banks		29,682	36,060	16,688
Loans to central banks	7	6,840	8,005	22,582
Loans to credit institutions	7	11,632	10,569	14,223
Loans to the public	7	340,354	346,251	350,306
Interest-bearing securities		83,137	94,939	88,190
Financial instruments pledged as collateral		7,289	7,970	5,582
Shares		30,064	28,128	22,399
Derivatives	12	78,875	118,789	158,497
Fair value changes of the hedged items in portfolio hedge of interest rate risk		265	-711	-456
Investments in associated undertakings		614	585	582
Intangible assets		3,336	3,425	3,400
Property and equipment		424	474	448
Investment property		3,293	3,408	3,640
Deferred tax assets		131	266	278
Current tax assets		162	78	392
Retirement benefit assets		128	142	107
Other assets		14,487	16,372	19,439
Prepaid expenses and accrued income		2,376	2,559	2,489
Assets held for sale	14	8,807	-	-
Total assets		621,896	677,309	708,786
<i>Of which assets customer bearing the risk</i>		<i>22,318</i>	<i>20,361</i>	<i>18,036</i>
Liabilities				
Deposits by credit institutions		62,887	55,426	55,139
Deposits and borrowings from the public		196,268	200,678	200,838
Liabilities to policyholders		45,380	45,320	42,743
Debt securities in issue		173,183	184,340	188,362
Derivatives	12	72,972	114,203	153,358
Fair value changes of the hedged items in portfolio hedge of interest rate risk		1,970	1,940	1,523
Current tax liabilities		396	391	293
Other liabilities		24,732	33,472	26,773
Accrued expenses and prepaid income		3,568	3,903	3,531
Deferred tax liabilities		1,042	976	918
Provisions		341	389	390
Retirement benefit obligations		338	469	845
Subordinated liabilities		7,223	7,797	7,779
Liabilities held for sale	14	3,725	-	-
Total liabilities		594,025	649,304	682,492
Equity				
Non-controlling interests		4	5	87
Share capital		4,050	4,050	4,050
Share premium reserve		1,080	1,080	1,080
Other reserves		32	340	58
Retained earnings		22,705	22,530	21,019
Total equity		27,871	28,005	26,294
Total liabilities and equity		621,896	677,309	708,786
Assets pledged as security for own liabilities		173,676	164,902	164,333
Other assets pledged		4,087	4,367	4,355
Contingent liabilities		22,544	21,157	22,511
Credit commitments ¹		82,069	84,914	81,499
Other commitments		1,306	1,294	1,486

¹ Including unutilised portion of approved overdraft facilities of EUR 44,228m (31 Dec 2012: EUR 45,796m, 30 Jun 2012: EUR 43,925m).

Statement of changes in equity

Attributable to shareholders of Nordea Bank AB (publ)										
EURm	Share capital ¹	Share premium reserve	Other reserves:					Total	Non-controlling interests	Total equity
			Transla- tion of foreign operations	Cash flow hedges	Available- for-sale investments	Defined benefit plans	Retained earnings			
Opening balance at 1 Jan 2013	4,050	1,080	24	-15	56	275	22,530	28,000	5	28,005
Total comprehensive income	-	-	-337	20	9	-	1,566	1,258	1	1,259
Share-based payments	-	-	-	-	-	-	9	9	-	9
Dividend for 2012	-	-	-	-	-	-	-1,370	-1,370	-	-1,370
Purchases of own shares ²	-	-	-	-	-	-	-30	-30	-	-30
Other changes	-	-	-	-	-	-	-	-	-2	-2
Closing balance at 30 Jun 2013	4,050	1,080	-313	5	65	275	22,705	27,867	4	27,871

Attributable to shareholders of Nordea Bank AB (publ)										
EURm	Share capital ¹	Share premium reserve	Other reserves:					Total	Non-controlling interests	Total equity
			Transla- tion of foreign operations	Cash flow hedges	Available- for-sale investments	Defined benefit plans	Retained earnings			
Reported opening balance at 1 Jan 2012	4,047	1,080	-176	123	6	-	20,954	26,034	86	26,120
Restatement due to changed accounting policy ⁴	-	-	-	-	-	-	-475	-475	-	-475
Restated opening balance at 1 Jan 2012	4,047	1,080	-176	123	6	-	20,479	25,559	86	25,645
Total comprehensive income	-	-	200	-138	50	275	3,119	3,506	7	3,513
Issued C-shares ³	3	-	-	-	-	-	-	3	-	3
Repurchase of C-shares ³	-	-	-	-	-	-	-3	-3	-	-3
Share-based payments	-	-	-	-	-	-	14	14	-	14
Dividend for 2011	-	-	-	-	-	-	-1,048	-1,048	-	-1,048
Purchases of own shares ²	-	-	-	-	-	-	-31	-31	-	-31
Change in non-controlling interests	-	-	-	-	-	-	-	-	-84	-84
Other changes	-	-	-	-	-	-	-	-	-4	-4
Closing balance at 31 Dec 2012	4,050	1,080	24	-15	56	275	22,530	28,000	5	28,005

Attributable to shareholders of Nordea Bank AB (publ)										
EURm	Share capital ¹	Share premium reserve	Other reserves:					Total	Non-controlling interests	Total equity
			Transla- tion of foreign operations	Cash flow hedges	Available- for-sale investments	Defined benefit plans	Retained earnings			
Reported opening balance at 1 Jan 2012	4,047	1,080	-176	123	6	-	20,954	26,034	86	26,120
Restatement due to changed accounting policy ⁴	-	-	-	-	-	-	-475	-475	-	-475
Restated opening balance at 1 Jan 2012	4,047	1,080	-176	123	6	-	20,479	25,559	86	25,645
Total comprehensive income	-	-	94	-30	41	-	1,593	1,698	3	1,701
Issued C-shares ³	3	-	-	-	-	-	-	3	-	3
Repurchase of C-shares ³	-	-	-	-	-	-	-3	-3	-	-3
Share-based payments	-	-	-	-	-	-	3	3	-	3
Dividend for 2011	-	-	-	-	-	-	-1,048	-1,048	-	-1,048
Purchases of own shares ²	-	-	-	-	-	-	-5	-5	-	-5
Other changes	-	-	-	-	-	-	-	-	-2	-2
Closing balance at 30 Jun 2012	4,050	1,080	-82	93	47	-	21,019	26,207	87	26,294

¹ Total shares registered were 4,050 million (31 Dec 2012: 4,050 million, 30 Jun 2012: 4,050 million).

² Refers to the change in the holding of own shares related to the Long Term Incentive Programme, trading portfolio and Nordea's shares within portfolio schemes in Denmark. The number of own shares at 30 Jun 2013 were 32.8 million (31 Dec 2012: 26.9 million, 30 Jun 2012: 23.4 million).

³ Refers to the Long Term Incentive Programme (LTIP). LTIP 2012 was hedged by issuing 2,679,168 C-shares, the shares have been bought back and converted to ordinary shares. The total holding of own shares related to LTIP is 18.3 million (31 Dec 2012: 20.3 million, 30 Jun 2012: 20.4 million).

⁴ Related to the amended IAS 19. See Note 1 for more information.

Cash flow statement, condensed - Total operations

EURm	Jan-Jun 2013	Jan-Jun 2012	Full year 2012
<i>Operating activities</i>			
Operating profit	2,089	2,095	4,039
Profit for the period from discontinued operations, after tax	-16	30	57
Adjustments for items not included in cash flow	1,829	841	3,199
Income taxes paid	-614	-659	-662
Cash flow from operating activities before changes in operating assets and liabilities	3,288	2,307	6,633
Changes in operating assets and liabilities	-6,479	2,886	13,121
Cash flow from operating activities	-3,191	5,193	19,754
<i>Investing activities</i>			
Property and equipment	-47	-7	-114
Intangible assets	-91	-79	-175
Net investments in debt securities, held to maturity	429	670	1,047
Other financial fixed assets	-10	-6	16
Cash flow from investing activities	281	578	774
<i>Financing activities</i>			
New share issue	-	3	3
Issued/amortised subordinated liabilities	-	750	906
Divestment/repurchase of own shares incl change in trading portfolio	-30	-5	-31
Dividend paid	-1,370	-1,048	-1,048
Cash flow from financing activities	-1,400	-300	-170
Cash flow for the period	-4,310	5,471	20,358
Cash and cash equivalents at beginning of the period	42,808	22,606	22,606
Translation difference	-351	1,200	-156
Cash and cash equivalents at end of the period	38,147	29,277	42,808
Change	-4,310	5,471	20,358
Cash and cash equivalents	30 Jun	30 Jun	31 Dec
The following items are included in cash and cash equivalents (EURm):	<u>2013</u>	<u>2012</u>	<u>2012</u>
Cash and balances with central banks	29,682	16,688	36,060
Loans to central banks	6,102	11,295	5,938
Loans to credit institutions, payable on demand	2,255	1,294	810

Cash comprises legal tender and bank notes in foreign currencies. Balances with central banks consist of deposits in accounts with central banks and postal giro systems under government authority, where the following conditions are fulfilled:

- the central bank or the postal giro system is domiciled in the country where the institution is established
- the balance on the account is readily available at any time.

Loans to credit institutions, payable on demand include liquid assets not represented by bonds or other interest-bearing securities.

Notes to the financial statements

Note 1 Accounting policies

Nordea's consolidated financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) and interpretations of such standards by the International Financial Reporting Standards Interpretations Committee (IFRS IC), as endorsed by the EU Commission. In addition, certain complementary rules in the Swedish Annual Accounts Act for Credit Institutions and Securities Companies (1995:1559), the recommendation RFR 1 "Supplementary Accounting Rules for Groups" and UFR statements issued by the Swedish Financial Reporting Board as well as the accounting regulations of the Swedish Financial Supervisory Authority (FFFS 2008:25, with amendments in FFFS 2009:11, 2011:54 and 2013:2) have also been applied.

These statements are presented in accordance with IAS 34 "Interim Financial Reporting".

Changed accounting policies and presentation

The accounting policies, basis for calculations and presentation are, in all material aspects, unchanged in comparison with the 2012 Annual Report, except for the changed presentation of defined benefit plans, implemented in the first quarter, and discontinued operations as described below.

The new standard IFRS 13 "Fair Value Measurement" was implemented in the first quarter 2013 but has not had any significant impact on the measurement of assets or liabilities. The additional disclosures required by IFRS 13 on a quarterly basis are presented in Note 9 and Note 10.

IAS 32 "Financial Instruments: Presentation" and IFRS 7 "Financial Instruments: Disclosures" have been amended as regards offsetting of financial assets and financial liabilities. Nordea implemented these changes in the first quarter 2013 (IAS 32 early adopted). There was no impact from the amendment to IAS 32, while the additional disclosures required by IFRS 7 are presented in Note 11.

IAS 19 "Employee Benefits"

The amended IAS 19 "Employee Benefits" was implemented 1 January 2013. A detailed description of these changes is included in the Annual Report 2012, note G1 "Accounting policies" section 3 "Changes in IFRSs not yet applied by Nordea". The comparative figures on the balance sheet have been restated accordingly and are disclosed in the below table. The impact on the comparative figures in the income statement was not significant and the income statement has therefore not been restated. The impact on the second quarter 2013 was not significant.

At transition 1 January 2013 the negative impact on equity was EUR 211m, after special wage tax and income tax (EUR 280m before income tax), and the core tier 1 capital was reduced by EUR 258m, including the impact from changes in deferred tax assets.

Discontinued operations

Discontinued operations consist of Nordea's Polish operations as further described in Note 14. These operations have been classified as discontinued operations as they represent a major line of business and geographical area and as the carrying amount will be recovered through a sale transaction. The net result from discontinued operations, including the net result for the period recognised on the measurement at fair value less costs to sell, is presented as a single amount after net profit for the period from continuing operations. Comparative figures are restated accordingly.

Assets and liabilities related to the disposal group are presented on the separate balance sheet lines "Assets held for sale" and "Liabilities held for sale" respectively as from the classification date. Comparative figures are not restated.

Impact on capital adequacy from new or amended IFRS standards

Two new IFRS standards potentially affecting capital adequacy have been adopted by the IASB but have not yet been implemented by Nordea.

IFRS 9 "Financial Instruments" (Phase I) is not expected to have a significant impact on Nordea's income statement and balance sheet as the mixed measurement model will be maintained. No significant reclassifications between fair value and amortised cost or impact on the capital adequacy are expected, but this is naturally dependent on the financial instruments on Nordea's balance sheet at transition. It is furthermore expected that changes will be made to the standard before the standard becomes effective.

Nordea's current assessment is that IFRS 10 "Consolidated Financial Statements" will not have any significant impact on Nordea's income statement, but the fact that Nordea may have to start consolidating some mutual funds can have an impact on the balance sheet and equity if those entities hold Nordea shares that will have to be eliminated in the Nordea Group. It is not expected that mutual funds will be consolidated for capital adequacy purposes and there would consequently not be any impact on the capital adequacy.

	31 Dec 2012		30 Jun 2012		1 Jan 2012	
	New policy	Old policy	New policy	Old policy	New policy	Old policy
EURm						
Net retirement benefit obligations	327	47	738	102	732	102
Net deferred tax liabilities	710	779	640	796	694	849
Other reserves ¹	340	76	58	63	-47	-47
Retained earnings	22,530	23,005	21,019	21,494	20,479	20,954

¹Impact through "Other comprehensive income". The direct impact from defined benefit plans was EUR 275m at 31 December 2012, which is slightly offset by FX translation differences of EUR 11m arising during the year.

Exchange rates

	Jan-Jun 2013	Jan-Dec 2012	Jan-Jun 2012
EUR 1 = SEK			
Income statement (average)	8.5302	8.7052	8.8819
Balance sheet (at end of period)	8.7773	8.5820	8.7728
EUR 1 = DKK			
Income statement (average)	7.4572	7.4438	7.4350
Balance sheet (at end of period)	7.4588	7.4610	7.4334
EUR 1 = NOK			
Income statement (average)	7.5226	7.4758	7.5740
Balance sheet (at end of period)	7.8845	7.3483	7.5330
EUR 1 = PLN			
Income statement (average)	4.1777	4.1836	4.2437
Balance sheet (at end of period)	4.3376	4.0740	4.2488
EUR 1 = RUB			
Income statement (average)	40.7514	39.9253	39.7047
Balance sheet (at end of period)	42.8450	40.3295	41.3700

Note 2 Segment reporting

Note 2 Segment reporting

	Operating segments													
	Retail Banking		Wholesale Banking		Corporate Centre		Other Operating segments ¹		Total operating segments		Reconciliation		Total Group	
	Jan-Jun		Jan-Jun		Jan-Jun		Jan-Jun		Jan-Jun		Jan-Jun		Jan-Jun	
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
Total operating income, EURm	2,892	2,855	1,311	1,448	212	255	514	501	4,929	5,059	67	-43	4,996	5,016
- of which internal transactions ² , EURm	-867	-1,106	-154	-212	1,016	1,357	5	-39	0	0	-	-	-	-
Operating profit, EURm	1,083	990	701	812	125	179	181	129	2,090	2,110	-1	-15	2,089	2,095
Loans to the public ³ , EURbn	222	222	61	67	-	-	9	8	292	297	48	53	340	350
Deposits and borrowings from the public ³ , EURbn	109	108	44	46	-	-	11	11	164	165	32	36	196	201

¹ Including the main business area Wealth Management.

² IFRS 8 requires information on revenues from transactions between operating segments. Nordea has defined intersegment revenues as internal interest income and expense related to the funding of the operating segments by the internal bank in Group Corporate Centre.

³ The volumes are only disclosed separately for operating segments if separately reported to the Chief Operating Decision Maker.

Break-down of Retail Banking and Wholesale Banking

	Retail Banking								Total	
	Retail Banking				Retail Banking					
	Nordic ¹		Baltic countries ²		Other ³		Retail Banking			
	Jan-Jun		Jan-Jun		Jan-Jun		Jan-Jun			
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
Total operating income, EURm	2,849	2,755	84	83	-41	17	2,892	2,855		
- of which internal transactions, EURm	-781	-1,027	-22	-25	-64	-54	-867	-1,106		
Operating profit, EURm	1,126	983	22	31	-65	-24	1,083	990		
Loans to the public, EURbn	215	215	7	7	0	0	222	222		
Deposits and borrowings from the public, EURbn	106	105	3	3	0	0	109	108		

	Corporate & Institutional Banking Jan-Jun		Shipping, Offshore & Oil Services Jan-Jun		Nordea Bank Russia Jan-Jun		Capital Markets unallocated Jan-Jun		Wholesale Banking Other ⁴ Jan-Jun		Wholesale Banking Jan-Jun	
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
Total operating income, EURm	823	853	184	178	129	114	210	306	-35	-3	1,311	1,448
- of which internal transactions, EURm	-110	-173	-44	-52	-22	-26	64	53	-42	-14	-154	-212
Operating profit, EURm	487	574	77	22	87	57	98	179	-48	-20	701	812
Loans to the public, EURbn	42	46	13	14	6	7	-	-	-	-	61	67
Deposits and borrowings from the public, EURbn	38	39	4	5	2	2	-	-	-	-	44	46

¹ Retail Banking Nordic includes banking operations in Denmark, Finland, Norway and Sweden.

² Retail Banking Baltic countries includes banking operations in Estonia, Latvia and Lithuania.

³ Retail Banking Other includes the support areas Development & Projects, Distribution, Segments, Products and IT.

⁴ Wholesale Banking Other includes the area International Units and the support areas Transaction Products, Segment CIB and IT.

Reconciliation between total operating segments and financial statements

	Operating profit, EURm		Loans to the public, EURbn		Deposits and borrowings from the public, EURbn	
	Jan-Jun		30 Jun		30 Jun	
	2013	2012	2013	2012	2013	2012
	2013	2012	2013	2012	2013	2012
Total Operating segments	2,090	2,110	292	297	164	165
Group functions ¹	-70	-56	-	-	-	-
Unallocated items	80	56	54	49	35	30
Differences in accounting policies ²	-11	-15	-6	4	-3	6
Total	2,089	2,095	340	350	196	201

¹ Consists of Group Risk Management, Group Internal Audit, Group Identity & Communications, Group Human Resources and Group Executive Management.

² Impact from plan exchange rates used in the segment reporting and from that comparative figures for lending/deposits in Banking Poland restated in operating segments but not in financial statements.

Measurement of operating segments' performance

The measurement principles and allocation between operating segments follow the information reported to the Chief Operating Decision Maker (CODM), as required by IFRS 8. In Nordea the CODM has been defined as Group Executive Management. The main differences compared to the section "Business area" in this report are that the information to CODM is prepared using plan exchange rates and to that different allocation principles between operating segments have been applied.

Financial results are presented for the two main business areas Retail Banking and Wholesale Banking, with further breakdown on operating segments, and the operating segment Group Corporate Centre. Other operating segments below the quantitative thresholds in IFRS 8 are included in Other operating segments. Group functions and eliminations as well as the result that is not fully allocated to any of the operating segments, are shown separately as reconciling items.

Changes in the basis of segmentation has been made during the second quarter following the divestment of Nordea's Polish operations. As from the second quarter the divested operations are excluded from the reporting to the Chief Operating Decision Maker (CODM) and are consequently not part of the segment reporting in Note 2. The impact from the divested operations can be found in Note 14. Comparative figures have been restated accordingly.

Note 3 Net fee and commission income

	Q2	Q1	Q2	Jan-Jun	Jan-Jun	Full year
EURm	2013	2013	2012	2013	2012	2012
Asset management commissions	244	232	198	476	398	832
Life insurance	82	84	65	166	130	285
Brokerage, securities issues and corporate finance	85	65	64	150	141	289
Custody and issuer services	35	22	43	57	64	118
Deposits	12	12	12	24	24	51
Total savings and investments	458	415	382	873	757	1,575
Payments	101	100	103	201	204	409
Cards	133	117	125	250	234	482
Total payment and cards	234	217	228	451	438	891
Lending	133	123	116	256	222	457
Guarantees and documentary payments	45	54	54	99	109	219
Total lending related commissions	178	177	170	355	331	676
Other commission income	34	36	26	70	57	116
Fee and commission income	904	845	806	1,749	1,583	3,258
Savings and investments	-75	-75	-69	-150	-134	-269
Payments	-23	-22	-22	-45	-43	-90
Cards	-68	-57	-62	-125	-117	-236
State guarantee fees	-32	-33	-25	-65	-45	-89
Other commission expenses	-42	-35	-25	-77	-53	-106
Fee and commission expenses	-240	-222	-203	-462	-392	-790
Net fee and commission income	664	623	603	1,287	1,191	2,468

Note 4 Net result from items at fair value

	Q2	Q1	Q2	Jan-Jun	Jan-Jun	Full year
EURm	2013	2013	2012	2013	2012	2012
Shares/participations and other share-related instruments	77	951	11	1,028	1,243	1,635
Interest-bearing securities and other interest-related instruments	-328	41	468	-287	546	2,637
Other financial instruments	-3	131	211	128	259	482
Foreign exchange gains/losses	223	290	-65	513	207	234
Investment properties	39	23	41	62	71	135
Change in technical provisions ¹ , Life insurance	681	-689	-70	-8	-1,041	-2,895
Change in collective bonus potential, Life insurance	-278	-321	-126	-599	-365	-546
Insurance risk income, Life insurance	51	51	44	102	88	181
Insurance risk expense, Life insurance	-46	-33	-22	-79	-53	-89
Total	416	444	492	860	955	1,774

Of which Life insurance

	Q2	Q1	Q2	Jan-Jun	Jan-Jun	Full year
EURm	2013	2013	2012	2013	2012	2012
Shares/participations and other share-related instruments	-7	939	-269	932	951	1,222
Interest-bearing securities and other interest-related instruments	-406	121	575	-285	524	2,229
Other financial instruments	0	0	0	0	0	0
Foreign exchange gains/losses	19	-42	-113	-23	-57	41
Investment properties	37	24	41	61	71	136
Change in technical provisions ¹ , Life insurance	681	-689	-70	-8	-1,041	-2,895
Change in collective bonus potential, Life insurance	-278	-321	-126	-599	-365	-546
Insurance risk income, Life insurance	51	51	44	102	88	181
Insurance risk expense, Life insurance	-46	-33	-22	-79	-53	-89
Total	51	50	60	101	118	279

¹ Premium income amounts to EUR 513m for Q2 2013 and EUR 1,210 for Jan-Jun 2013 (Q1 2013: EUR 697m, Q2 2012: EUR 589m, Jan-Jun 2012: EUR 1,325m, Jan-Dec 2012: EUR 2,601m).

Note 5 Other expenses

	Q2	Q1	Q2	Jan-Jun	Jan-Jun	Full year
EURm	2013	2013	2012	2013	2012	2012
Information technology	-161	-143	-149	-304	-305	-631
Marketing and representation	-31	-29	-37	-60	-59	-117
Postage, transportation, telephone and office expenses	-49	-55	-55	-104	-113	-220
Rents, premises and real estate expenses	-92	-95	-96	-187	-193	-399
Other	-120	-139	-115	-259	-223	-441
Total	-453	-461	-452	-914	-893	-1,808

Note 6 Net loan losses

	Q2	Q1	Q2	Jan-Jun	Jan-Jun	Full year
EURm	2013	2013	2012	2013	2012	2012
Loan losses divided by class						
Loans to credit institutions	0	0	-1	0	-1	-1
Loans to the public	-189	-213	-202	-402	-403	-901
- of which provisions	-310	-310	-403	-620	-695	-1,392
- of which write-offs	-173	-142	-142	-315	-249	-642
- of which allowances used for covering write-offs	129	111	90	240	162	452
- of which reversals	149	108	236	257	345	603
- of which recoveries	16	20	17	36	34	78
Off-balance sheet items	3	15	0	18	-14	7
Total	-186	-198	-203	-384	-418	-895

Key ratios

	Q2	Q1	Q2	Jan-Jun	Jan-Jun	Full year
	2013	2013	2012	2013	2012	2012
Loan loss ratio, basis points	22	23	24	23	24	26
- of which individual	24	19	36	22	30	29
- of which collective	-2	4	-12	1	-6	-3

Note 7 Loans and impairment

	Total			
	30 Jun 2013	31 Mar 2013	31 Dec 2012	30 Jun 2012
EURm				
Loans, not impaired	355,004	370,714	360,768	383,429
Impaired loans	6,677	6,827	6,905	6,375
- Performing	3,808	3,906	4,023	3,743
- Non-performing	2,869	2,921	2,882	2,632
Loans before allowances	361,681	377,541	367,673	389,804
Allowances for individually assessed impaired loans	-2,454	-2,494	-2,400	-2,240
- Performing	-1,362	-1,375	-1,332	-1,287
- Non-performing	-1,092	-1,119	-1,068	-953
Allowances for collectively assessed impaired loans	-401	-448	-448	-453
Allowances	-2,855	-2,942	-2,848	-2,693
Loans, carrying amount	358,826	374,599	364,825	387,111

	Central banks and credit institutions				The public			
	30 Jun 2013	31 Mar 2013	31 Dec 2012	30 Jun 2012	30 Jun 2013	31 Mar 2013	31 Dec 2012	30 Jun 2012
EURm								
Loans, not impaired	18,476	19,413	18,578	36,802	336,528	351,301	342,190	346,627
Impaired loans	24	24	24	33	6,653	6,803	6,881	6,342
- Performing	-	-	-	8	3,808	3,906	4,023	3,735
- Non-performing	24	24	24	25	2,845	2,897	2,858	2,607
Loans before allowances	18,500	19,437	18,602	36,835	343,181	358,104	349,071	352,969
Allowances for individually assessed impaired loans	-24	-24	-24	-26	-2,430	-2,470	-2,376	-2,214
- Performing	-	-	-	-2	-1,362	-1,375	-1,332	-1,285
- Non-performing	-24	-24	-24	-24	-1,068	-1,095	-1,044	-929
Allowances for collectively assessed impaired loans	-4	-4	-4	-4	-397	-444	-444	-449
Allowances	-28	-28	-28	-30	-2,827	-2,914	-2,820	-2,663
Loans, carrying amount	18,472	19,409	18,574	36,805	340,354	355,190	346,251	350,306

Allowances and provisions

	30 Jun 2013	31 Mar 2013	31 Dec 2012	30 Jun 2012
EURm				
Allowances for items in the balance sheet	-2,855	-2,942	-2,848	-2,693
Provisions for off balance sheet items	-70	-72	-84	-107
Total allowances and provisions	-2,925	-3,014	-2,932	-2,800

Key ratios

	30 Jun 2013	31 Mar 2013	31 Dec 2012	30 Jun 2012
Impairment rate, gross, basis points	185	181	188	164
Impairment rate, net, basis points	117	115	123	106
Total allowance rate, basis points	79	78	77	69
Allowances in relation to impaired loans, %	37	37	35	35
Total allowances in relation to impaired loans, %	43	43	41	42
Non-performing, not impaired, EURm	346	471	614	845

Note 8 Classification of financial instruments

Note 6 – Classification of financial instruments

				Designated at fair value through	Derivatives		
EURm	Loans and receivables	Held to maturity	Held for trading	profit or loss	used for hedging	Available for sale	Total
Financial assets							
Cash and balances with central banks	29,682	-	-	-	-	-	29,682
Loans to central banks	6,206	-	634	-	-	-	6,840
Loans to credit institutions	4,075	-	6,983	574	-	-	11,632
Loans to the public	252,018	-	35,277	53,059	-	-	340,354
Interest-bearing securities	0	6,024	32,247	19,940	-	24,926	83,137
Financial instruments pledged as collateral	-	-	7,289	-	-	-	7,289
Shares	-	-	9,258	20,803	-	3	30,064
Derivatives	-	-	76,595	-	2,280	-	78,875
Fair value changes of the hedged items in portfolio hedge of interest rate risk	265	-	-	-	-	-	265
Other assets	8,093	-	-	5,371	-	-	13,464
Prepaid expenses and accrued income	1,884	-	22	-	-	-	1,906
Total 30 Jun 2013	302,223	6,024	168,305	99,747	2,280	24,929	603,508
Total 31 Dec 2012	322,861	6,497	205,788	101,875	3,083	27,374	667,478
Total 30 Jun 2012	328,522	7,102	243,123	99,613	2,945	18,252	699,557

				Designated at fair value through	Derivatives	Other	
EURm		Held for trading		profit or loss	used for hedging	financial liabilities	Total
Financial liabilities							
Deposits by credit institutions		25,880		3,112	-	33,895	62,887
Deposits and borrowings from the public		21,790		7,529	-	166,949	196,268
Liabilities to policyholders, investment contracts		-		12,352	-	-	12,352
Debt securities in issue		7,740		33,129	-	132,314	173,183
Derivatives		71,751		-	1,221	-	72,972
Fair value changes of the hedged items in portfolio hedge of interest rate risk		-		-	-	1,970	1,970
Other liabilities		7,448		5,815	-	9,131	22,394
Accrued expenses and prepaid income		31		331	-	1,871	2,233
Subordinated liabilities		-		-	-	7,223	7,223
Total 30 Jun 2013		134,640		62,268	1,221	353,353	551,482
Total 31 Dec 2012		161,149		59,578	1,001	388,365	610,093
Total 30 Jun 2012		202,236		59,549	673	384,674	647,132

Note 9 Fair value of financial assets and liabilities

EURm	30 Jun 2013	
	Carrying amount	Fair value
Financial assets		
Cash and balances with central banks	29,682	29,682
Loans to central banks	6,840	6,840
Loans to credit institutions	11,632	11,632
Loans to the public	340,354	340,474
Interest-bearing securities	83,137	83,155
Financial instruments pledged as collateral	7,289	7,289
Shares	30,064	30,064
Derivatives	78,875	78,875
Fair value changes of the hedged items in portfolio hedge of interest rate risk	265	265
Other assets	13,464	13,464
Prepaid expenses and accrued income	1,906	1,906
Total	603,508	603,646
Financial liabilities		
Deposits by credit institutions	62,887	62,883
Deposits and borrowings from the public	196,268	196,254
Liabilities to policyholders	12,352	12,352
Debt securities in issue	173,183	172,546
Derivatives	72,972	72,972
Fair value changes of the hedged items in portfolio hedge of interest rate risk	1,970	1,970
Other liabilities	22,394	22,394
Accrued expenses and prepaid income	2,233	2,233
Subordinated liabilities	7,223	7,250
Total	551,482	550,854

The determination of fair value is described in the Annual report 2012, Note G42 "Assets and liabilities at fair value".

Note 10 Financial assets and liabilities at fair value on the balance sheet**Categorisation into the fair value hierarchy**

30 Jun 2013, EURm	Quoted prices in active markets for the same instrument (Level 1)	<i>Of which Life</i>	Valuation technique using observable data (Level 2)	<i>Of which Life</i>	Valuation technique using non-observable data (Level 3)	<i>Of which Life</i>	Total
Financial assets¹							
Loans to central banks	-	-	634	-	-	-	634
Loans to credit institutions	-	-	7,557	-	-	-	7,557
Loans to the public	-	-	88,336	-	-	-	88,336
Interest-bearing securities ²	56,461	12,474	27,417	7,348	512	119	84,390
Shares ³	25,736	17,437	383	383	3,957	2,922	30,076
Derivatives	126	30	77,104	36	1,645	-	78,875
Other assets	-	-	5,371	-	-	-	5,371
Prepaid expenses and accrued income	-	-	22	-	-	-	22
Financial liabilities¹							
Deposits by credit institutions	-	-	28,992	-	-	-	28,992
Deposits and borrowings from the public	-	-	29,319	-	-	-	29,319
Liabilities to policyholders	-	-	12,352	12,352	-	-	12,352
Debt securities in issue	33,119	-	7,750	-	-	-	40,869
Derivatives	53	-	71,274	7	1,645	-	72,972
Other liabilities	4,721	-	8,520	-	22	-	13,263
Accrued expenses and prepaid income	-	-	362	-	-	-	362

¹ Are measured at fair value on a recurring basis at the end of each reporting period.

² Of which EUR 7,277m relates to the balance sheet item Financial instruments pledged as collateral.

³ Of which EUR 12m relates to the balance sheet item Financial instruments pledged as collateral.

Measurement of offsetting positions

Financial assets and liabilities with offsetting positions in market risk or credit risk are measured on the basis of the price that would be received to sell the net asset exposed to that particular risk or paid to transfer the net liability exposed to that particular risk. For more information about valuation techniques and inputs used in the fair value measurement, see the Annual report 2012, Note G42 "Asset and liabilities at fair value".

Transfers between Level 1 and 2

During the period, Nordea transferred interest-bearing securities (including such financial instruments pledged as collateral) of EUR 4,686m from Level 1 to Level 2 and EUR 704m from Level 2 to Level 1 of the fair value hierarchy. The reason for the transfers from Level 1 to Level 2 was that the instruments ceased to be actively traded during the year and fair values have now been obtained using valuation techniques with observable market inputs. The reason for the transfer from Level 2 to Level 1 was that the instruments have again been actively traded during the year and reliable quoted prices are obtained in the market. Transfers between levels are considered to have occurred at the end of the reporting period.

Note 10, continued

Movements in Level 3

30 Jun 2013, EURm	1 Jan 2013	Reclassification	Fair value gains/losses recognised in the income statement during the year		Purchases/Issues	Sales	Settlements	Transfers into Level 3	Transfers out of Level 3	Translation differences	30 Jun 2013
			Realised	Unrealised							
Interest-bearing securities	1,118	-519	13	3	95	-189	-9	-	-	-	512
- of which Life	719	-519	8	-2	26	-113	0	-	-	-	119
Shares	3,374	519	121	105	332	-460	-38	-	-6	10	3,957
- of which Life	2,210	519	102	72	260	-210	-35	-	-6	10	2,922
Derivatives (net)	332	-	186	-332	-	-	-186	-	-	0	0
Other liabilities	0	-	2	-2	295	-	-294	21	-	-	22

Unrealised gains and losses relates to those assets and liabilities held at the end of the reporting period. During the period Nordea transferred shares of EUR 6m from level 3 to Level 2. Nordea also transferred other liabilities of EUR 21m from Level 2 to Level 3. The reason for the transfer from Level 3 to Level 2 was that observable market data became available. The reason for the transfer from Level 2 to Level 3 was that observable market data was no longer available. Transfers between levels are considered to have occurred at the end of the reporting period. Fair value gains and losses in the income statement during the year are included in "Net result from items at fair value". Assets and liabilities related to derivatives are presented net.

The valuation processes for fair value measurements in Level 3

Valuation principles in Nordea are determined in and approved by the Group Valuation Committee (GVC). GVC issues guiding policies to the business units on how to establish a robust valuation process and minimise the valuation uncertainty. The GVC also serves as escalation point.

The valuation process in Nordea consists of several steps. The first step is the initial end of day (EOD) marking of mid-prices. The mid-prices are either fixed by front office or received from external sources. The second step is the control part, which is performed by independent control units. The cornerstone in the control is the independent price verification (IPV). The IPV test comprises verification of the correctness of prices and other parameters used in the net present value (NPV) calculation, the adequacy of the valuation models, including an assessment of whether to use quoted prices or valuation models, and the reliability of the assumptions and parameters used in the fair value adjustments (FVA) covering mainly liquidity (bid/offer spread), model and credit risk adjustments.

The verification of the correctness of prices and other parameters is carried out daily. Third-party information, such as broker quotes and pricing services, is used as benchmark data in the verification. The quality of the benchmark data is assessed on a regular basis. This quality assessment is used in the measurement of the valuation uncertainty.

The FVAs and the deferrals of day 1 P/L on level 3 trades are calculated and reported on a monthly basis. The actual assessment of instruments in the fair value hierarchy is performed on a continuous basis.

Valuation techniques and inputs used in the fair value measurements in Level 3

30 Jun 2013, EURm	Fair value	Valuation techniques	Unobservable input	Range of fair value
Derivatives				
Interest rate derivatives	176	Option model	Correlations Volatilities	-6/5
Equity derivatives	-191	Option model	Correlations Volatilities Dividend	-16/9
Foreign exchange derivatives	56	Option model	Correlations Volatilities	+/-0
Credit derivatives	-44	Credit derivat model	Correlations Recovery rates	-7/8
Other	3	Option model	Correlations Volatilities	+/-0
Total	0			-29/22

The valuation of derivatives relies on a number of assumptions and modelling choices. For instruments categorised as level 3 these assumptions lead to uncertainty about the valuation. To account for this a range of different modelling approaches are applied to determine an uncertainty interval around the reported fair value. The different approaches applied target various aspects of derivatives pricing. Two common components of derivative valuation models are volatility of underlying risk factors and correlation between the relevant risk factors. Each of these is addressed by applying different assumptions to input and/or the choice of modelling approach. Besides these common factors a number of asset class specific factors are addressed. These include equity dividend expectations, recovery assumptions for credit derivatives and inflation expectations. The above table shows for each class of derivatives the reasonable ranges around fair value for level 3 products. The fair values are presented as the net of assets and liabilities.

Note 10, continued

Note 16, continued		Of which	
30 Jun 2013, EURm	Fair value	Life ²	Valuation techniques
Shares			
Private equity funds	2,501	1,912	Net asset value ¹
Hedge funds	641	328	Net asset value ¹
Credit Funds	387	306	Net asset value/market consensus ¹
Other funds	239	219	Net asset value/Fund prices ¹
Other	189	157	-
Total	3,957	2,922	

30 Jun 2013, EURm	Fair value	<i>Of which</i> <i>Life</i> ²	Valuation techniques	Unobservable input	Range of fair value
Interest-bearing securities					
Municipalities and other public bodies	31	31	Discounted cash flows	Credit spread	-1/1
Mortgage and other credit institutions ³	340	8	Discounted cash flows	Credit spread	-17/17
Corporates	133	80	Discounted cash flows	Credit spread	-7/7
Other	8	-	-	-	-1/1
Total	512	119			-26/26
Other liabilities	22	-	Discounted cash flows	Credit spread	-2/2
Total	22	-			-2/2

¹ The fair values are based on prices and net assets values delivered by external suppliers/custodians. The prices are fixed by the suppliers/custodians on the basis of the development in assets behind the investments. For private equity funds the dominant measurement methodology used by the suppliers/custodians, is consistent with the International Private Equity and Venture Capital Valuation (IPEV) guidelines issued by the EVCA (European Venture Capital Association). Less than 15% of the private equity fund investment are internally adjusted/valued based the IPEV guidelines. These carrying amounts are in a range of -100% to +6% compared to the values received from suppliers/custodians.

² Investment in financial instruments is a major part of the life insurance business, acquired to fulfill the obligations behind the insurance- and investment contracts. The gains or losses on these instruments are almost exclusively allocated to policyholders and do consequently not affect Nordea's equity.

³ Of which EUR 155m is priced at a credit spread (the difference between the discount rate and LIBOR) of 1.45% and a reasonable change of this credit spread would not affect the fair value due to callability features.

Sensitivity analysis of Level 3 financial instruments

		Effect of reasonably possible alternative assumptions	
30 Jun 2013, EURm	Carrying amount	Favourable	Unfavourable
Assets			
Interest-bearing securities	512	26	-26
- of which Life	119	3	-3
Shares	3,957	434	-434
- of which Life	2,922	351	-351
Derivatives (net)	0	22	-29
Other liabilities	22	2	-2

The method used to calculate the sensitivities is described in the Annual report 2012, Note G42 "Assets and liabilities at fair value".

Deferred Day 1 profit

EURm	Derivatives (net)
Opening balance at 1 Jan 2013	24
Deferred profit on new transactions	22
Recognised in the income statement during the year	0
Closing balance at 30 Jun 2013	46

The transaction price for financial instruments in some cases differs from the fair value at initial recognition measured using a valuation model, mainly due to that the transaction price is not established in an active market. In such cases valuation models are applied to estimate the exit price and if significant unobservable parameters are used such instruments are categorised as level 3 instruments and any day-1 profit is deferred. If exit prices are available in active markets for the same instrument such prices are used. For more information see the annual report 2012, Note G1 "Accounting policies".

Note 11 Financial instruments set off on balance or subject to netting agreements

30 Jun 2013, EURm	Gross	Gross	Net carrying amount on the balance sheet ²	Amounts not set off but subject to master netting agreements and similar agreements			Net amount
	recognised financial assets ¹	recognised financial liabilities set off on the balance sheet		Financial instruments	Financial collateral received	Cash collateral received	
Assets							
Derivatives	137,922	-59,990	77,932	-62,432	-	-6,142	9,358
Reverse repurchase agreements	42,863	-	42,863	-21,097	-21,198	-	568
Securities borrowing agreements	4,504	-	4,504	-	-4,504	-	0
Total	185,289	-59,990	125,299	-83,529	-25,702	-6,142	9,926

30 Jun 2013, EURm	Gross recognised financial liabilities ¹	Gross recognised financial assets set off on the balance sheet	Net carrying amount on the balance sheet ²	Amounts not set off but subject to master netting agreements and similar agreements			Net amount
				Financial instruments	Financial collateral pledged	Cash collateral pledged	
Liabilities							
Derivatives	131,159	-59,990	71,169	-62,432	-	-4,915	3,822
Repurchase agreements	45,646	-	45,646	-21,097	-24,369	-	180
Securities lending agreements	4,067	-	4,067	-	-4,067	-	0
Total	180.872	-59.990	120.882	-83.529	-28.436	-4.915	4.002

¹ All amounts are measured at fair value.

² Reverse repurchase agreements and Securities borrowing agreements are on the balance sheet classified as Loans to central banks, Loans to credit institutions or Loans to the public. Repurchase agreements and Securities lending agreements are on the balance sheet classified as Deposits by credit institution or as Deposits and borrowings from the public.

30 Jun 2012, EURm	Gross recognised financial assets ¹	Gross recognised financial liabilities set off on the balance sheet	Net carrying amount on the balance sheet ²	Amounts not set off but subject to master netting agreements and similar agreements			Net amount
				Financial instruments	Financial collateral received	Cash collateral received	
Assets							
Derivatives	225,642	-70,541	155,101	-139,409	-	-6,786	8,906
Reverse repurchase agreements	36,166	-	36,166	-14,141	-21,252	-	773
Securities borrowing agreements	4,097	-	4,097	-	-4,097	-	0
Total	265,905	-70,541	195,364	-153,550	-25,349	-6,786	9,679

	Gross recognised financial liabilities ¹	Gross recognised financial assets set off on the balance sheet	Net carrying amount on the balance sheet ²	Amounts not set off but subject to master netting agreements and similar agreements			
30 Jun 2012, EURm				Financial instruments	Financial collateral pledged	Cash collateral pledged	Net amount
Liabilities							
Derivatives	220,547	-70,541	150,006	-139,409	-	-6,573	4,024
Repurchase agreements	36,069	-	36,069	-14,141	-21,447	-	481
Securities lending agreements	3,064	-	3,064	-	-3,064	-	0
Total	259,680	-70,541	189,139	-153,550	-24,511	-6,573	4,505

¹ All amounts are measured at fair value.

² Reverse repurchase agreements and Securities borrowing agreements are on the balance sheet classified as Loans to central banks, Loans to credit institutions or Loans to the public. Repurchase agreements and Securities lending agreements are on the balance sheet classified as Deposits by credit institution or as Deposits and borrowings from the public.

Enforceable master netting arrangements and similar agreements

The fact that financial instruments are being accounted for on a gross basis on the balance sheet, would not imply that the financial instruments are not subject to master netting agreements or similar arrangements. Generally financial instruments (derivatives, repos and securities lending transactions), would be subject to master netting agreements, and as a consequence Nordea would be allowed to benefit from netting both in the ordinary course of business and in the case of default towards its counter parties, in any calculations involving counterparty credit risk. The reason why the netted exposures are not reflected under assets and liabilities on the balance sheet, would in most instances depend on the limited application of net settlement of financial transactions.

Note 12 Derivatives

Note 12 – Derivatives						
Fair value	30 Jun 2013		31 Dec 2012		30 Jun 2012	
EURm	Assets	Liabilities	Assets	Liabilities	Assets	Liabilities
Derivatives held for trading						
Interest rate derivatives	64,698	59,415	102,558	97,014	139,883	135,285
Equity derivatives	708	500	623	568	669	496
Foreign exchange derivatives	10,147	10,790	11,300	14,450	12,338	14,353
Credit derivatives	619	673	637	655	1,454	1,435
Commodity derivatives	394	350	528	487	1,161	1,071
Other derivatives	29	23	60	28	47	45
Total	76,595	71,751	115,706	113,202	155,552	152,685
Derivatives used for hedging						
Interest rate derivatives	1,879	557	2,281	594	2,102	512
Foreign exchange derivatives	401	664	802	407	843	161
Total	2,280	1,221	3,083	1,001	2,945	673
Total fair value						
Interest rate derivatives	66,577	59,972	104,839	97,608	141,985	135,797
Equity derivatives	708	500	623	568	669	496
Foreign exchange derivatives	10,548	11,454	12,102	14,857	13,181	14,514
Credit derivatives	619	673	637	655	1,454	1,435
Commodity derivatives	394	350	528	487	1,161	1,071
Other derivatives	29	23	60	28	47	45
Total	78,875	72,972	118,789	114,203	158,497	153,358
Nominal amount				30 Jun	31 Dec	30 Jun
EURm				2013	2012	2012
Derivatives held for trading						
Interest rate derivatives				5,499,429	5,622,598	6,207,614
Equity derivatives				20,971	17,811	19,192
Foreign exchange derivatives				903,167	910,396	971,287
Credit derivatives				50,700	47,052	68,323
Commodity derivatives				6,037	7,817	12,175
Other derivatives				2,438	2,583	2,065
Total				6,482,742	6,608,257	7,280,656
Derivatives used for hedging						
Interest rate derivatives				116,574	59,858	57,533
Foreign exchange derivatives				10,903	8,871	6,342
Total				127,477	68,729	63,875
Total nominal amount						
Interest rate derivatives				5,616,003	5,682,456	6,265,147
Equity derivatives				20,971	17,811	19,192
Foreign exchange derivatives				914,070	919,267	977,629
Credit derivatives				50,700	47,052	68,323
Commodity derivatives				6,037	7,817	12,175
Other derivatives				2,438	2,583	2,065
Total				6,610,219	6,676,986	7,344,531

Note 13 Capital adequacy

The capital base figures for 2012 have not been restated due to the implementation of IAS 19 Employee Benefits.

Capital Base

	30 Jun 2013	31 Dec 2012	30 Jun 2012
EURm			
Core Tier 1 capital	22,550	21,961	21,298
Tier 1 capital	23,912	23,953	23,288
Total capital base	28,139	27,274	25,992

Capital requirement

	30 Jun 2013 Capital requirement	30 Jun 2013 RWA	31 Dec 2012 Capital requirement	31 Dec 2012 RWA	30 Jun 2012 Capital requirement	30 Jun 2012 RWA
EURm						
Credit risk	11,006	137,582	11,627	145,340	12,586	157,322
IRB	9,243	115,551	9,764	122,050	10,305	128,813
- of which corporate	6,972	87,154	7,244	90,561	7,415	92,693
- of which institutions	524	6,554	671	8,384	856	10,695
- of which retail	1,631	20,388	1,737	21,710	1,912	23,898
- of which other	116	1,455	112	1,395	122	1,527
Standardised	1,763	22,031	1,863	23,290	2,281	28,509
- of which sovereign	24	303	34	426	31	388
- of which retail	845	10,556	860	10,752	856	10,702
- of which other	894	11,172	969	12,112	1,394	17,419
Market risk	580	7,253	506	6,323	616	7,707
- of which trading book, Internal Approach	328	4,114	312	3,897	407	5,091
- of which trading book, Standardised Approach	157	1,957	138	1,727	133	1,663
- of which banking book, Standardised Approach	95	1,182	56	699	76	953
Operational risk	1,344	16,796	1,298	16,229	1,298	16,229
Standardised	1,344	16,796	1,298	16,229	1,298	16,229
Sub total	12,930	161,631	13,431	167,892	14,500	181,258
Adjustment for transition rules						
Additional capital requirement according to transition rules	4,008	50,095	3,731	46,631	3,309	41,365
Total	16,938	211,726	17,162	214,523	17,809	222,623

Capital ratio

	30 Jun 2013	31 Dec 2012	30 Jun 2012
EURm			
Core Tier I ratio, %, incl profit	10.7	10.2	9.6
Tier I ratio, %, incl profit	11.3	11.2	10.5
Total capital ratio, %, incl profit	13.3	12.7	11.7

Analysis of capital requirements

	Average risk weight (%)	Capital requirement (EURm)
Exposure class, 30 Jun 2013		
Corporate	52	6,972
Institutions	15	524
Retail IRB	13	1,631
Sovereign	0	24
Other	72	1,855
Total credit risk		11,006

Note 14 Discontinued operations

	Q2	Q2	Jan-Jun	Jan-Jun	Full year
EURm	2013	2012	2013	2012	2012
Net interest income	37	47	79	94	189
Net fee and commission income	9	8	18	16	36
Other operating income	-1	5	0	11	13
Total operating income	45	60	97	121	238
Total operating expenses	-31	-31	-63	-63	-122
Net loan losses	-10	-14	-11	-17	-38
Operating profit	4	15	23	41	78
Income tax expense	0	-2	-6	-11	-21
Net profit for the period from discontinued operations	4	13	17	30	57
Net result for the period recognised on the measurement at fair value	1	-	1	-	-
Transaction and transition cost (including cost to sell) ¹	-34	-	-34	-	-
Net profit for the period from discontinued operations after measurement at fair value less cost to sell	-29	13	-16	30	57

¹ Income tax of EUR 9m deducted.

Basic earnings per share from discontinued operations, EUR	-0.01	0.01	0.00	0.01	0.01
Diluted earnings per share from discontinued operations, EUR	-0.01	0.01	0.00	0.01	0.01

Balance sheet - Condensed¹

	30 Jun
EURm	2013
Assets	
Loans to the public	6,325
Interest-bearing securities	1,888
Shares	304
Total other assets	290
Total assets held for sale	8,807
Liabilities	
Deposits by credit institutions	42
Deposits and borrowings from the public	3,010
Liabilities to policyholders	556
Total other liabilities	117
Total liabilities held for sale	3,725

¹ Includes the external assets and liabilities held for sale. The external funding of the Polish operations that will remain subsequent to the transaction is not included.

Discontinued operations and assets/liabilities held for sale relate to Nordea's earlier announced decision to divest its Polish banking, financing and life insurance operations, including Nordea Bank Polska S.A., Nordea Finance Polska S.A. and Nordea Polska Towarzystwo Ubezpieczeń na Życie S.A., to PKO Bank Polski. The transaction is expected to be completed during 2013 and is subject to regulatory approvals. The disposal group is excluded from Note 2 "Segment reporting" as this is not part of the reporting to the Chief Operating Decision Maker (CODM).

Note 15 Risks and uncertainties

Nordea's revenue base reflects the Group's business with a large and diversified customer base, comprising household customers, corporate customers and financial institutions, representing different geographic areas and industries.

Nordea's main risk exposure is credit risk. The Group also assumes risks such as market risk, liquidity risk, operational risk and life insurance risk. For further information on risk composition, see the Annual Report.

The financial crisis and the deteriorated macroeconomic situation have not had any material impact on Nordea's financial position. However, the macroeconomic development remains uncertain.

None of the above exposures and risks is expected to have any significant adverse effect on the Group or its financial position in the medium term.

Within the framework of the normal business operations, the Group faces claims in civil lawsuits and other disputes, most of which involve relatively limited amounts. None of these disputes are considered likely to have any significant adverse effect on the Group or its financial position in the next six months.

Nordea Bank AB (publ)

Accounting policies

The financial statements for the parent company, Nordea Bank AB (publ), are prepared in accordance with the Swedish Annual Accounts Act for Credit Institutions and Securities Companies (1995:1559) and IFRS with the amendments and exceptions following the recommendation RFR 2 "Accounting for Legal Entities" issued by the Swedish Financial Reporting Board and the accounting regulations of the Swedish Financial Supervisory Authority (FFFS 2008:25, with amendments in FFFS 2009:11, 2011:54 and 2013:2). Under RFR 2, the parent company shall apply all standards and interpretations issued by the IASB and IFRS IC to the extent possible within the framework of Swedish accounting legislation and considering the close tie between financial reporting and taxation. The recommendation sets out the exceptions and amendments compared to IFRS.

The disclosures in this interim report follow the interim reporting requirements in the Swedish Annual Accounts Act for Credit Institutions and Securities Companies (1995:1559) and the accounting regulations of the Swedish Financial Supervisory Authority (FFFS 2008:25, with amendments in FFFS 2009:11, 2011:54 and 2013:2). More information can be found in the Group's interim report.

Changed accounting policies and presentation

The accounting policies, basis for calculations and presentation are, in all material aspects, unchanged in comparison with the 2012 Annual Report except for the presentation of assets held for sale as described below.

The new standard IFRS 13 "Fair Value Measurement" and the amendments to IAS 32 "Financial Instruments: Presentation" and IFRS 7 "Financial Instruments: Disclosures" as regards offsetting of financial assets and liabilities was implemented in the first quarter 2013, but have not had any significant impact on the financial statements. More information on the new and amended standards can be found in Note 1 for the Group.

Assets and liabilities held for sale

As mentioned in Note 1 and Note 14 for the Group, Nordea has divested its Polish operations. Assets held for sale are presented on the separate balance sheet line "Assets held for sale" as from the classification date.

Income statement

EURm	Q2 2013	Q2 2012	Jan-Jun 2013	Jan-Jun 2012	Full year 2012
Operating income					
<i>Interest income</i>	541	678	1,107	1,393	2,656
<i>Interest expense</i>	-369	-485	-760	-1,005	-1,932
Net interest income	172	193	347	388	724
<i>Fee and commission income</i>	304	203	659	397	853
<i>Fee and commission expense</i>	-75	-56	-128	-113	-230
Net fee and commission income	229	147	531	284	623
Net result from items at fair value	12	58	41	115	189
Dividends	0	0	300	283	3,554
Other operating income	156	99	313	129	501
Total operating income	569	497	1,532	1,199	5,591
Operating expenses					
General administrative expenses:					
Staff costs	-248	-219	-498	-429	-938
Other expenses	-254	-177	-478	-313	-842
Depreciation, amortisation and impairment charges of tangible and intangible assets	-24	-24	-48	-45	-105
Total operating expenses	-526	-420	-1,024	-787	-1,885
Profit before loan losses	43	77	508	412	3,706
Net loan losses	-30	-20	-55	-29	-19
Impairment of securities held as financial non-current assets	-	-	0	0	-15
Operating profit	13	57	453	383	3,672
Appropriations	-	-	-	-	-103
Income tax expense	-8	-8	-42	-23	-95
Net profit for the period	5	49	411	360	3,474

Nordea Bank AB (publ)

Balance sheet

EURm	30 Jun 2013	31 Dec 2012	30 Jun 2012
Assets			
Cash and balances with central banks	52	180	178
Treasury bills	4,894	5,092	4,163
Loans to credit institutions	71,175	68,006	68,623
Loans to the public	33,977	36,214	37,037
Interest-bearing securities	11,229	11,594	11,151
Financial instruments pledged as collateral	410	104	330
Shares	4,857	4,742	1,479
Derivatives	4,408	5,852	4,743
Fair value changes of the hedged items in portfolio hedge of interest rate risk	6	-1,157	-843
Investments in group undertakings	17,302	17,659	16,725
Investments in associated undertakings	8	8	8
Intangible assets	701	670	663
Property and equipment	119	121	88
Deferred tax assets	17	19	18
Current tax assets	85	41	55
Other assets	1,548	1,713	2,218
Prepaid expenses and accrued income	1,136	1,272	1,111
Assets held for sale	957	-	-
Total assets	152,881	152,130	147,747
Liabilities			
Deposits by credit institutions	18,982	19,342	19,669
Deposits and borrowings from the public	48,180	50,263	47,240
Debt securities in issue	52,967	48,285	51,526
Derivatives	3,114	4,166	2,972
Fair value changes of the hedged items in portfolio hedge of interest rate risk	824	16	113
Current tax liabilities	2	3	0
Other liabilities	1,962	1,635	1,453
Accrued expenses and prepaid income	1,325	1,468	1,151
Deferred tax liabilities	9	8	17
Provisions	160	148	41
Retirement benefit obligations	176	182	162
Subordinated liabilities	6,643	7,131	7,105
Liabilities held for sale	14	-	-
Total liabilities	134,358	132,647	131,449
Untaxed reserves	106	108	5
Equity			
Share capital	4,050	4,050	4,050
Share premium reserve	1,080	1,080	1,080
Other reserves	23	12	48
Retained earnings	13,264	14,233	11,115
Total equity	18,417	19,375	16,293
Total liabilities and equity	152,881	152,130	147,747
Assets pledged as security for own liabilities	3,120	4,230	2,964
Other assets pledged	5,982	6,225	5,674
Contingent liabilities	86,126	86,292	26,327
Credit commitments ¹	25,408	26,270	24,919

¹ Including unutilised portion of approved overdraft facilities of EUR 12,340m (31 Dec 2012: EUR 12,952m, 30 Jun 2012: EUR 12,679m).

Note 1 Capital adequacy**Capital Base**

	30 Jun 2013	31 Dec 2012	30 Jun 2012
EURm			
Core Tier 1 capital	17,011	17,252	14,901
Tier 1 capital	18,987	19,244	16,890
Total capital base	23,674	23,898	20,856

Capital requirement

	30 Jun 2013	30 Jun 2013	31 Dec 2012	31 Dec 2012	30 Jun 2012	30 Jun 2012
EURm	Capital requirement	RWA	Capital requirement	RWA	Capital requirement	RWA
Credit risk¹	6,474	80,925	7,494	93,670	4,713	58,910
IRB	3,735	46,682	4,752	59,394	2,197	27,461
- of which corporate	3,397	42,457	4,404	55,051	1,813	22,658
- of which institutions	121	1,509	140	1,751	166	2,079
- of which retail	188	2,348	188	2,345	194	2,421
- of which other	29	368	20	247	24	303
Standardised	2,739	34,243	2,742	34,276	2,516	31,449
- of which retail	104	1,299	106	1,327	-	-
- of which sovereign	2	27	2	21	1	8
- of which other	2,633	32,917	2,634	32,928	2,515	31,441
Market risk	85	1,059	123	1,539	82	1,022
- of which trading book, Internal Approach	25	308	39	484	22	276
- of which trading book, Standardised Approach	7	87	20	246	11	135
- of which banking book, Standardised Approach	53	664	64	809	49	611
Operational risk	250	3,121	219	2,739	219	2,739
Standardised	250	3,121	219	2,739	219	2,739
Sub total	6,809	85,105	7,836	97,948	5,014	62,671
Adjustment for transition rules						
Additional capital requirement according to transition rules	-	-	-	-	-	-
Total	6,809	85,105	7,836	97,948	5,014	62,671

Capital ratio

	30 Jun 2013	31 Dec 2012	30 Jun 2012
EURm			
Core Tier I ratio, %	20.0	17.6	23.8
Tier I ratio, %	22.3	19.6	27.0
Total capital ratio, %	27.8	24.4	33.3

Analysis of capital requirements

	Average risk weight (%)	Capital requirement (EURm)
Exposure class, 30 Jun 2013		
Corporate	58	3,397
Institutions	12	121
Retail IRB	35	188
Sovereign	0	2
Other	34	2,766
Total credit risk		6,474

¹ The increase in credit risk seen at 31 Dec 2012 is related to the guarantee between Nordea Bank AB (publ) and Nordea Bank Finland Plc where Nordea Bank AB (publ) guarantees the majority of the exposures in the exposure class IRB corporate in Nordea Bank Finland Plc. The RWA effect of the guarantee in Nordea Bank AB (publ) by 31 Dec 2012 equals approx. EUR 34bn.

This report is published in four additional language versions; Danish, Finnish, Norwegian and Swedish. In the event of any inconsistencies between those language versions and this English version, the English version shall prevail.

The information provided in this press release is such, which Nordea is required to disclose pursuant to the Swedish Financial Instruments Trading Act (1991:980) and/or the Swedish Securities Markets Act (2007:528).

This report contains forward-looking statements that reflect management's current views with respect to certain future events and potential financial performance. Although Nordea believes that the expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove to have been correct. Accordingly, results could differ materially from those set out in the forward looking statements as a result of various factors. Important factors that may cause such a difference for Nordea include, but are not limited to: (i) the macroeconomic development, (ii) change in the competitive climate, (iii) change in the regulatory environment and other government actions and (iv) change in interest rate and foreign exchange rate levels. This report does not imply that Nordea has undertaken to revise these forward-looking statements, beyond what is required by applicable law or applicable stock exchange regulations if and when circumstances arise that will lead to changes compared to the date when these statements were provided.

Nordea Bank AB (publ)
Smålandsgatan 17
SE-105 71 Stockholm
www.nordea.com/ir
Tel. +46 8 614 7800
Corporate registration No. 516406-0120

Report on Review of Interim Financial Information

Introduction

We have reviewed the half-year interim report of Nordea Bank AB (publ) as of June 30, 2013 and for the six-month period then ended. The Board of directors and the Managing Director are responsible for the preparation and fair presentation of this interim financial information in accordance with IAS 34 and the Annual Accounts Act of Credit Institutions and Securities Companies. Our responsibility is to express a conclusion on this half-year interim report based on our review.

Scope of Review

We conducted our review in accordance with the Standard on Review Engagements (SÖG) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. The procedures performed in a review do not enable us to obtain a level of assurance that would make us aware of all significant matters that might be identified in an audit. Therefore, the conclusion expressed based on a review does not give the same level of assurance as a conclusion expressed based on an audit.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the half-year interim report is not prepared, in all material respects, in accordance with IAS 34 and the Annual Accounts Act of Credit Institutions and Securities Companies for the group and in accordance with the Annual Accounts Act of Credit Institutions and Securities Companies for the parent company.

Stockholm 17 July 2013
KPMG AB

Hans Åkervall
Authorised public accountant

APPENDIX 1 SUMMARY

Summaries are made up of disclosure requirements known as "Elements". These elements are numbered in Sections A – E (A.1 – E.7). This summary contains all the Elements required to be included in a summary for this type of securities and issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element may be required to be inserted in the summary because of the type of securities and issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element is included in the summary with the mention of "Not Applicable".

Italics in particular Elements denote placeholders for completing the issue specific summary relating to a Tranche of Notes for which such issue specific summary is to be prepared.

*Words and expressions defined in the "Terms and Conditions of the Notes" below (the "**Conditions**") or elsewhere in the Base Prospectus have the same meanings in this summary.*

Section A – Introduction and Warnings		
A.1	Introduction:	This summary should be read as introduction to the Base Prospectus and the applicable Final Terms. Any decision to invest in the Notes should be based on consideration of the Base Prospectus as a whole by the investor. Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information (as defined in Article 2.1(s) of the Prospectus Directive) in order to aid investors when considering whether to invest in such Notes.
A.2	Consent:	<p>Certain Tranches of Notes with a denomination of less than €100,000 (or its equivalent in any other currency) may be offered in circumstances where there is no exemption from the obligation under the Prospectus Directive to publish a prospectus. Any such offer is referred to as a "Public Offer".</p> <p><i>Not applicable; the Notes are issued in denominations of at least €100,000 (or its equivalent in any other currency)./The Issuer consents to the use of this Base Prospectus in connection with a Public Offer of the Notes by any financial intermediary which is authorised to make such offers under the Markets in Financial Instruments Directive (Directive 2004/39/EC) on the following basis:(a) the relevant Public Offer must occur during the period from and including [] to but excluding [] (the "Offer Period") in [] [and []] (the "Public Offer Jurisdiction(s)") and (b) the relevant Authorised Offeror must have agreed to the Authorised Offeror Terms [and satisfy the following additional conditions: []]./The Issuer consents to the use of this Base Prospectus in connection with a Public Offer of the Notes by [] on the following basis: (a) the relevant Public Offer must occur during the period from and including [] to but excluding [] (the "Offer Period") in [] [and []] (the "Public Offer Jurisdiction(s)") and (b) the relevant Authorised Offeror must have agreed to the Authorised Offeror Terms [and satisfy the following additional conditions: []].</i></p> <p>Authorised Offerors will provide information to an Investor on the terms and conditions of the Public Offer of the relevant Notes at the time such Public Offer is made by the Authorised Offeror to the Investor.</p>

Section B – Issuer		
B.1	The legal name of the Issuer: The commercial name of the Issuer:	Nordea Bank AB (publ) (" Nordea Bank " or the " Issuer "). Nordea.
B.2	The domicile and legal form of the Issuer, legislation under which the Issuer operates and its country of incorporation:	The Issuer is a public (<i>publ</i>) limited liability company incorporated under Swedish law and is subject to the Swedish Companies Act (2005:551) and is licensed to conduct banking operations in accordance with the Banking and Finance Business Act (2004:297). The Issuer is registered at the Swedish Companies Registration Office under the name Nordea Bank AB with registration no. 516406-0120 and its registered office is located in Stockholm, Sweden.
B.4b	Trends:	Not applicable. There are no clear trends affecting the Issuer or the markets in which it and the Nordea Group operate.
B.5	The Group:	<p>The Issuer is the parent company of the Nordea Group. The Nordea Group is the largest financial services group in the Nordic markets (Denmark, Finland, Norway and Sweden) measured by total income (based on a comparison of Nordic bank annual reports by Nordea Markets (Nordea Bank Finland Plc)), with additional operations in Poland, Russia, the Baltic countries and Luxembourg, as well as branches in a number of other international locations. The three main subsidiaries of Nordea Bank are Nordea Bank Danmark A/S in Denmark, Nordea Bank Finland Plc in Finland and Nordea Bank Norge ASA in Norway.</p> <p>The Issuer believes that the Nordea Group has the largest customer base of any financial services group based in the Nordic markets (based on a comparison of Nordic bank annual reports by Nordea Markets (Nordea Bank Finland Plc)) with approximately 11 million customers across the markets in which it operates, including approximately 9.0 million household customers in its customer programme and approximately 0.6 million active corporate customers, in each case as of 31 December 2012. As of the same date, the Nordea Group had total assets of EUR 677 billion and Tier 1 capital of EUR 24.0 billion, and was the largest Nordic-based asset manager with EUR 218 billion in assets under management.</p>
B.9	Profit forecast or profit estimate:	Not applicable. The Issuer does not make a profit forecast or profit estimate in the Base Prospectus.
B.10	Audit report qualifications:	Not applicable. There are no qualifications in the audit reports for the Issuer.
B.12	Selected key financial information:	The tables below show certain selected summarised financial information which, without material changes, is derived from, and must be read together with, the Nordea Group's audited consolidated financial statements for the year ending 31 December 2012 set out in Annex 1 to the Base Prospectus and the auditor's report and notes thereto and the Nordea Group's unaudited consolidated financial statements for the six months ending 30 June 2013 set out in the Annex to the Supplement dated 2 August 2013 and the notes thereto ⁱ .

ⁱ By virtue of the Supplement dated 2 August 2013, selected key information for the six months ending 30 June 2013 accompanied by comparative data from the same period in the prior financial year has been included and certain figures for 2012 have been restated.

		Group			
		2012	2011	H1 2013	H1 2012
		(EUR millions)			
		Income Statement			
	Total operating income	9,998	9,501	4,996	5,016
	Net loan losses.....	-895	-735	-384	-418
	Net profit for the period.....	3,126	2,634	1,567	1,596
		Balance Sheet			
	Total assets	677,309	716,204	621,896	708,786
	Total liabilities.....	649,304	690,084	594,025	682,492
	Total equity.....	28,005	26,120	27,871	26,294
	Total liabilities and equity	677,309	716,204	621,896	708,786
		Cash Flow Statement			
	Cash flow from operating activities before changes in operating assets and liabilities.....	6,633	3,103	3,288	2,307
	Cash flow from operating activities.....	19,754	3,730	-3,191	5,193
	Cash flow from investing activities.....	774	7,565	281	578
	Cash flow from financing activities.....	-170	-2,509	-1,400	-300
	Cash flow for the period	20,358	8,786	-4,310	5,471
	Change.....	20,358	22,606	-4,310	5,471
		There has been no material adverse change in the ordinary course of business or in the prospects or condition of the Issuer since 31 December 2012, being the date of its last published audited financial statements.			
		There has been no significant change in the financial or trading position of the Issuer which has occurred since 30 June 2013 ⁱⁱ , being the date of its last published unaudited financial statements.			
B.13	Recent events:	Not applicable. There have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency since the date of its last published audited or unaudited financial statements.			
B.14	Dependence upon other entities within the Group:	Not applicable. The Issuer is not dependent on other entities within the Nordea Group.			
B.15	The Issuer's principal activities:	<p>The Nordea Group's organisational structure is built around three main business areas: Retail Banking, Wholesale Banking and Wealth Management. In addition to these business areas, the Nordea Group's organisation includes the business unit Group Operations and Other Lines of Business, together with Group Corporate Centre and Group Risk Management which are the other central parts of the Nordea Group's organisation.</p> <p>As a universal bank, the Nordea Group offers a comprehensive range of banking and financial products and services to household and corporate customers, including financial institutions. The Nordea Group's products and services comprise a broad range of household banking services, including</p>			

ⁱⁱ By virtue of the Supplement dated 2 August 2013, the date since which there has been no significant change in the financial or trading position of the Issuer has been updated from 31 March 2013 to 30 June 2013.

		<p>mortgages and consumer loans, credit and debit cards, and a wide range of savings, life insurance and pension products. In addition, the Nordea Group offers a wide range of corporate banking services, including business loans, cash management, payment and account services, risk management products and advisory services, debt and equity-related products for liquidity and capital raising purposes, as well as corporate finance, institutional asset management services and corporate life and pension products. The Nordea Group also distributes general insurance products. With approximately 1,000 branch office location (including approximately 210 branch office locations in Poland, Russia and the Baltic countries), call centres in each of the Nordic markets, and a highly competitive net bank, the Nordea Group also has the largest distribution network for customers in the Nordic markets. The Nordea Group is present in 19 countries around the world.</p> <p>The Issuer conducts banking operations in Sweden within the scope of the Nordea Group's business organisation. The Issuer develops and markets financial products and services to personal customers, corporate customers and the public sector.</p>								
B.16	Controlling persons:	Not applicable. To the best of the Issuer's knowledge, the Nordea Group is not directly or indirectly owned or controlled by any single person or group of persons acting together.								
B.17	Ratings assigned to the Issuer or its debt securities:	<p>As of the date of the Base Prospectus, the long term (senior) debt ratings of the Issuer areⁱⁱⁱ:</p> <table><thead><tr><th>Rating Agency</th><th>Rating</th></tr></thead><tbody><tr><td>Moody's Investors Service Limited</td><td>Aa3</td></tr><tr><td>Standard & Poor's Credit Market Services Europe Limited</td><td>AA- (Negative outlook)</td></tr><tr><td>Fitch Ratings Limited</td><td>AA-</td></tr></tbody></table> <p><i>The Notes to be issued have not been assigned any ratings solicited by the Issuer./The Notes to be issued are expected to be rated:</i></p> <p><i>Standard & Poor's Credit Market Services Europe Limited: [].</i></p> <p><i>Moody's Investors Service Limited: [].</i></p> <p><i>Fitch Ratings Limited: [].</i></p>	Rating Agency	Rating	Moody's Investors Service Limited	Aa3	Standard & Poor's Credit Market Services Europe Limited	AA- (Negative outlook)	Fitch Ratings Limited	AA-
Rating Agency	Rating									
Moody's Investors Service Limited	Aa3									
Standard & Poor's Credit Market Services Europe Limited	AA- (Negative outlook)									
Fitch Ratings Limited	AA-									

Section C – The Notes		
C.1	Type and class of securities:	<p>Forms of Notes: Notes may be issued in bearer form, in registered form or (in the case of VP Notes, VPS Notes, Swedish Notes and Swiss Franc Notes) in uncertificated and dematerialised book entry form.</p> <p>Each Tranche of Notes in bearer form (except Swiss Franc Notes) will initially be in the form of a Temporary Global Note. Each Temporary Global Note will be exchangeable for a Permanent Global Note or, if so specified in the relevant Final Terms, for Definitive Notes. If the TEFRA D Rules are specified in the</p>

ⁱⁱⁱ By virtue of the Supplement dated 2 August 2013, the Issuer wishes to clarify that the rating provided by Standard & Poor's Credit Market Services Europe Limited has a negative outlook.

		<p>relevant Final Terms as applicable, certification as to non-U.S. beneficial ownership will be a condition precedent to any exchange of an interest in a Temporary Global Note or receipt of any payment of interest in respect of a Temporary Global Note. Each Permanent Global Note will be exchangeable for Definitive Notes in accordance with its terms. Definitive Notes will, if interest-bearing, have Coupons attached and, if appropriate, a Talon for further Coupons.</p> <p>Global Notes may be issued in Classic Global Note or New Global Note form, as specified in the relevant Final Terms.</p> <p>Each Tranche of Registered Notes will be in the form of either Individual Note Certificates or a Global Registered Note, in each case as specified in the relevant Final Terms. Each Global Registered Note will be exchangeable for Individual Note Certificates in accordance with its terms.</p> <p>Notes in bearer form will not be exchangeable for Notes in registered form and Notes in registered form will not be exchangeable for Notes in bearer form.</p> <p><i>The Notes are [bearer Notes which are [not] issued in New Global Note form/registered Notes/VP Notes/VPS Notes/Swedish Notes in uncertificated and dematerialised book entry form].</i></p> <p>Issuance in Series: Notes are issued in series (each a "Series") and Notes of each Series will all be subject to identical terms (except issue price, issue date and interest commencement date, which may or may not be identical) whether as to currency, denomination, interest or maturity or otherwise, save that a Series may comprise Notes in bearer form and in registered form. Further Notes may be issued as part of an existing Series (each a "Tranche"), which will all be subject to identical terms, except that the issue date and the amount of the first payment of interest may be different in respect of different Tranches.</p> <p><i>The Series number of the Notes is []. [The Tranche number is [].]</i></p> <p>Security Identification Number(s): The Notes have been accepted for clearance through Euroclear and Clearstream, Luxembourg or, in the case of VP Notes, the VP or, in the case of VPS Notes, the VPS or, in the case of Swedish Notes, Euroclear Sweden or, in the case of Swiss Franc Notes, the SIS. Each Tranche of Notes will be allocated an International Securities Identification Number (ISIN), Common Code and/or other securities identifier, which will be contained in the Final Terms relating thereto. Notes issued in Series comprising more than one Tranche may be assigned a temporary ISIN and Common Code or other securities identifier on issue.</p> <p><i>The Notes will be cleared through []. The Notes have been assigned the following securities identifiers: [].</i></p> <p>Conditions: "Terms and Conditions of the Notes" in the Base Prospectus, as completed by the relevant Final Terms or (in the case of Exempt Notes only) as completed, amended and/or replaced by the relevant Pricing Supplement.</p>
C.2	Currency of the securities issue:	<p>Currencies: U.S. dollars, euro, sterling, Yen, Swiss francs, Renminbi and/or such other currency or currencies as may be agreed with the relevant Dealer(s), subject to compliance with all applicable legal and/or regulatory and/or central bank requirements.</p> <p><i>The currency of the Notes is [].</i></p>

		<p>Denominations: Notes will be issued in such denominations as may be specified in the relevant Final Terms, subject to (i) a minimum denomination of €1,000 (or its equivalent in any other currency); and (ii) compliance with all applicable legal and/or regulatory and/or central bank requirements.</p> <p><i>The Notes are issued in denomination(s) of [].</i></p>
C.5	Restrictions on free transferability:	<p>Each Dealer and each purchaser of Notes must observe all applicable laws and regulations in any jurisdiction in which it may offer, sell or deliver Notes or distribute the Base Prospectus or any offering material in relation to the Notes. In particular, Nordea Bank has not registered, and will not register, the Notes under the Securities Act or any other securities laws. Subject thereto (and, in the case of beneficial owners of global Notes, in accordance with the applicable procedures of the relevant clearing system(s) in which such Notes are held), the Notes will be freely transferable.</p>
C.8	The rights attaching to the securities, including ranking and limitations to those rights:	<p>Status of the Notes: Notes may be issued on a subordinated or an unsubordinated basis. A reference in this document to Subordinated Notes shall be a reference to Dated Subordinated Notes, Undated Subordinated Notes or Capital Contribution Securities, as applicable, unless expressly stated otherwise or the context otherwise requires.</p> <p><i>The Notes are [unsubordinated Notes/subordinated Notes and are [Dated Subordinated Notes/Undated Subordinated Notes/Capital Contribution Securities]].</i></p> <p>Taxation: All payments in respect of the Notes will be made without withholding or deduction for or on account of Swedish withholding taxes unless required by law. If such withholdings are required by Swedish law the Issuer will in certain circumstances pay certain additional amounts as described in, and subject to exceptions set out in, Condition 7 (<i>Taxation</i>).</p> <p>Governing Law: English law governs the Notes and all non-contractual obligations arising out of or in connection with them except that (i) the subordination provisions applicable to Subordinated Notes are governed by Swedish law; (ii) the registration of VP Notes in the VP are governed by Danish law; (iii) the registration of VPS Notes in the VPS are governed by Norwegian law; and (iv) the registration of Swedish Notes in the book entry system and register maintained by Euroclear Sweden (the "Euroclear Sweden Register") are governed by Swedish law. Holders of the Notes are entitled to the rights and subject to the obligations and liabilities arising under such regulations and legislation of such jurisdictions.</p> <p>Negative Pledge: None.</p> <p>Cross Default: None.</p> <p>Substitution and Variation: The Issuer may substitute or vary the terms of the Dated Subordinated Notes, Undated Subordinated Notes or Capital Contribution Securities as provided in Condition 16 (<i>Substitution and Variation</i>) if so specified in the relevant Final Terms. In the case of Subordinated Notes, such Notes may not be substituted or varied without the prior approval of the Swedish Financial Supervisory Authority (<i>Finansinspektionen</i>) ("SFSA").</p> <p><i>Condition 16 (Substitution and Variation) is [not] applicable to the Notes.</i></p> <p>Enforcement of Notes in Global Form: In the case of Notes in global form or in uncertificated and dematerialised book entry form, investors' rights will be supported by a deed of covenant dated 26 April 2013 (as amended and/or</p>

		<p>restated and/or replaced from time to time).</p> <p>Limitations on the rights attaching to the Notes: This part of the Element is not applicable, as there are no such limitations on rights attaching to the Notes.</p>
C.9	<p>The rights attaching to the securities (continued), including information as to interest, maturity, yield and the representative of the Holders:</p>	<p>See Element C.8 for a description of the rights attaching to the Notes, ranking and limitations.</p> <p>Interest: Notes may be interest bearing or non-interest bearing. Interest in respect of Undated Subordinated Notes may be deferred as provided in the Conditions applicable to such Notes. Interest in respect of Capital Contribution Securities may not exceed the Available Distribution Funds of the Issuer and may be suspended as provided in the Conditions. See Condition 4 (<i>Interest</i>). Notes may be issued as fixed rate, floating rate (based on LIBOR, EURIBOR, BBSW, BKBM, CDOR, CIBOR, HIBOR, JIBAR, MOSPRIME, NIBOR, SHIBOR, STIBOR, TIBOR, TIE, TRLIBOR or WIBOR in the case of Notes other than Exempt Notes)^{iv}, zero coupon or partly paid. In respect of each Tranche of interest-bearing Notes, the date from which interest becomes payable and the due dates for interest will be specified in the relevant Final Terms.</p> <p><i>The Notes do not bear interest./The Notes are interest-bearing:</i></p> <p><i>Nominal interest rate: [].</i></p> <p><i>Interest Commencement Date: [].</i></p> <p><i>Interest Payment Date(s): [].</i></p> <p><i>[Reference Rate: [].]</i></p> <p><i>[Margin: +/- [].]</i></p> <p><i>[Maximum Rate of Interest: [].]</i></p> <p><i>[Minimum Rate of Interest: [].]</i></p> <p><i>[Day Count Fraction: [].]</i></p> <p><i>[Deferral of interest in respect of Undated Subordinated Notes: [].]</i></p> <p>Maturities: Any maturity subject to a minimum maturity of 30 days subject, in relation to specific currencies, to compliance with all applicable legal and/or regulatory and/or central bank requirements. Undated Subordinated Notes and Capital Contribution Securities have no scheduled maturity.</p> <p><i>[Unless previously redeemed, or purchased and cancelled, the Notes will be redeemed on []./The Notes are [Undated Subordinated Notes/Capital Contribution Securities] and have no fixed maturity date.]</i></p> <p>Redemption: Notes may be redeemable at par or at such other redemption amount as may be specified in the relevant Final Terms.</p> <p>Early redemption of the Notes will be permitted for taxation reasons. In relation to Subordinated Notes only, redemption is permitted as a result of a</p>

^{iv} By virtue of the Supplement dated 16 May 2013, the Reference Rates for floating rate Notes have been updated.

		<p>Capital Event, and in relation to Undated Subordinated Notes or Capital Contribution Securities only, as a result of an Accounting Event or a Tax Event. Notes denominated in Sterling may not be redeemed prior to one year and one day from the date of issue.</p> <p>No early redemption of Dated Subordinated Notes and no redemption of Undated Subordinated Notes or Capital Contribution Securities may take place without the prior written consent of the SFSA.</p> <p><i>Unless previously redeemed, or purchased and cancelled, each Note will be redeemed at [par/its final redemption amount of [] per Calculation Amount]. [The Notes are [Undated] Subordinated Notes [which are Capital Contribution Securities] and early redemption is permitted as a result of a Capital Event[, an Accounting Event or a Tax Event] [only with the prior written consent of the SFSA].]</i></p> <p>Optional Redemption: Notes may be redeemed before their stated maturity at the option of the Issuer (either in whole or in part) and/or (in the case of Unsubordinated Notes only) the Holder to the extent (if at all) specified in the relevant Final Terms.</p> <p><i>The Notes do [not] provide for early redemption at the option of [either] the Issuer [and/or] the Holder. [The Notes may be redeemed at the option of the Issuer [in whole]/[in whole or in part] on [] at [], plus accrued interest (if any) to such date, on the Issuer's giving not less than 30 nor more than 60 days' notice to the Holder.]/[The Issuer shall, at the option of the Holder of any Note redeem such Note on [] at [] together with interest (if any) accrued to such date, on the Holder's giving not less than 45 days' notice to the Issuer.]</i></p> <p>Tax Redemption: Except as described in "Optional Redemption" above, early redemption will only be permitted if, as a result of any change in the laws of Sweden or of any political subdivision thereof or any authority or agency therein or thereof having power to tax or in the interpretation or administration of any such laws or regulations which becomes effective on or after the date of issue of such Notes or any earlier date specified in the relevant Final Terms, on the occasion of the next payment due in respect of such Notes the Issuer would be required to pay additional amounts as provided in Condition 7. In such circumstances, the Issuer may, at its option and with respect to Subordinated Notes, subject to the prior approval of the SFSA having given not less than thirty nor more than sixty days' notice (ending, in the case of Notes which bear interest at a floating rate, on a day upon which interest is payable) to the Holders in accordance with Condition 13 (which notice shall be irrevocable) redeem in whole (but not, unless and to the extent that the relevant Final Terms specifies otherwise, in part) the Notes of the relevant Series at its principal amount (or such other redemption amount as may be specified in the relevant Final Terms or at the redemption amount referred to in Condition 5(h), together with accrued interest (if any) thereon.</p> <p>Issue Price: Notes may be issued at any price. The issue price of each Tranche of Notes to be issued under the Programme will be determined by the Issuer at the time of issuance in accordance with prevailing market conditions.</p> <p><i>The Issue Price of the Notes is [].</i></p> <p>Yield: The yield of each Tranche of Notes bearing interest at a fixed rate will be calculated on an annual or semi-annual basis using the relevant Issue Price at the relevant Issue Date.</p> <p><i>Based upon the Issue Price of [], at the Issue Date the anticipated yield of the</i></p>
--	--	---

		<p>Notes is [] per cent. per annum.</p> <p>Representative of the Noteholders: Not applicable. This part of the Element relates to representative(s) of the Noteholders. There is no trustee.</p>
C.10	Derivative components in interest payment:	<p>Not applicable.</p> <p>This Element requires that an explanation be given of how the value of an investment in Notes with interest payments linked to derivative components is affected by the value of the underlying instrument(s). No such Notes will be issued under the Programme.</p>
C.11 C.21	Listing and trading:	<p>Each Series may be admitted to listing on the Official List of the Irish Stock Exchange and to trading on its Main Securities Market and/or admitted to listing elsewhere as may be agreed between the Issuer and the relevant Dealer and as specified in the relevant Final Terms. Unlisted Notes may also be issued.</p> <p><i>The Notes are unlisted Notes./Application will be made for the Notes to be admitted to listing on [] and to trading on [] effective as of [].</i></p>

Section D - Risks		
D.2	Risks specific to the Issuer:	<p>In purchasing Notes, investors assume the risk that the Issuer may become insolvent or otherwise be unable to make all payments due in respect of the Notes. There is a wide range of factors which individually or together could result in the Issuer becoming unable to make all payments due in respect of the Notes. It is not possible to identify all such factors or to determine which factors are most likely to occur, as the Issuer may not be aware of all relevant factors and certain factors which it currently deems not to be material may become material as a result of the occurrence of events outside the Issuer's control. The Issuer has identified in the Base Prospectus a number of factors which could materially adversely affect its business and ability to make payments due under the Notes. These factors include:</p> <p><i>Risks relating to current macroeconomic conditions</i></p> <p>Risks related to the European economic crisis have had, and may continue to have, a negative impact on global economic activity and the financial markets. If these conditions continue to persist, or should there be any further turbulence in these or other markets, this could have a material adverse effect on the Nordea Group's ability to access capital and liquidity on financial terms acceptable to the Nordea Group.</p> <p>Furthermore, the Nordea Group's performance is significantly influenced by the general economic condition in the countries in which it operates, in particular the Nordic markets (Denmark, Finland, Norway and Sweden). Negative economic developments and conditions in the markets in which it operates can adversely affect its business, financial condition and results of operations, and measures implemented by the Nordea Group might not be satisfactory to reduce any credit, market and liquidity risks.</p> <p><i>Risks relating to the Nordea Group's credit portfolio</i></p> <p>Adverse changes in the credit quality of the Nordea Group's borrowers and counterparties or a decrease in collateral values are likely to affect the recoverability and value of the Nordea Group's assets and require an increase</p>

		<p>in its individual provisions and potentially in collective provisions for impaired loans. A significant increase in the size of the Nordea Group's allowance for loan losses and loan losses not covered by allowances would have a material adverse effect on the Nordea Group's business, financial condition and results of operations.</p> <p>The Nordea Group is exposed to counterparty credit risk, settlement risk and transfer risk on transactions executed in the financial services industry and its transactions in financial instruments. If counterparties default on their obligations, this could have a material adverse effect on the Nordea Group's business, financial condition and results of operations.</p> <p><i>Risks relating to market exposure</i></p> <p>The value of financial instruments held by Nordea Group are sensitive to volatility of and correlations between various market variables, including interest rates, credit spreads, equity prices and foreign exchange rates. Write-downs or realise impairment charges may have a material adverse effect on the Nordea Group's business, financial condition and results of operations, while the performance of financial markets and volatile market conditions could result in a significant decline in the Nordea Group's trading and investment income, or result in a trading loss.</p> <p><i>The Nordea Group is exposed to structural market risk</i></p> <p>The Nordea Group is exposed to structural interest income risk when there is a mismatch between the interest rate re-pricing periods, volumes or reference rates of its assets, liabilities and derivatives. It is also exposed to currency translation risk primarily as a result of its Swedish and Norwegian banking businesses, as it prepares its consolidated financial statements in its functional currency, the euro. Any mismatch in any given period in the event of changes in interest rates, or failure to successfully hedge currency risk exposure, could have a material adverse effect on the Nordea Group's financial condition and results of operations.</p> <p><i>Risks relating to liquidity and capital requirements</i></p> <p>A substantial part of the Nordea Group's liquidity and funding requirements is met through reliance on customer deposits, as well as ongoing access to wholesale lending markets, including issuance of long-term debt market instruments such as covered bonds. Turbulence in the global financial markets and economy may adversely affect the Nordea Group's liquidity and the willingness of certain counterparties and customers to do business with the Nordea Group.</p> <p>The Nordea Group's business performance could be affected if its capital adequacy ratios it is required to maintain under the European Capital Requirements Directive (comprising Directive 2006/48/EC and Directive 2006/49/EC are reduced or perceived to be inadequate.</p> <p>The Nordea Group's funding costs and its access to the debt capital markets depend significantly on its credit ratings. A reduction in credit ratings could adversely affect the Nordea Group's access to liquidity and its competitive position, and therefore, have a material adverse effect on its business, financial condition and results of operations.</p> <p><i>Other risks relating to the Nordea Group's business</i></p> <p>The Nordea Group's business operations are dependent on the ability to process a large number of complex transactions across different markets in</p>
--	--	---

		<p>many currencies and operations are carried out through a number of entities. Although the Nordea Group has implemented risk controls and taken other actions to mitigate exposures and/or losses, there can be no assurances that such procedures will be effective in controlling each of the operational risks faced by the Nordea Group, or that the Nordea Group's reputation will not be damaged by the occurrence of any operational risks.</p> <p>The Nordea Group's operations in Poland, Russia and the Baltic countries – markets which are typically more volatile and less developed economically and politically than markets in Western Europe and North America – present various risks that do not apply, or apply to a lesser degree, to its businesses in the Nordic markets. Additionally, some of these markets are typically more volatile and less developed economically and politically than markets in Western Europe and North America.</p> <p>The Nordea Group's performance is, to a large extent, dependent on the talents and efforts of highly skilled individuals, and the continued ability of the Nordea Group to compete effectively and implement its strategy depends on its ability to attract new employees and retain and motivate existing employees. Any loss of the services of key employees, particularly to competitors, or the inability to attract and retain highly skilled personnel in the future could have an adverse effect on the Nordea Group's business.</p> <p>There is competition for the types of banking and other products and services that the Nordea Group provides and there can be no assurances that the Nordea Group can maintain its competitive position.</p> <p><i>Risks relating to the legal and regulatory environments in which the Nordea Group operates</i></p> <p>The Nordea Group is subject to substantial regulation and oversight by a number of different regulators as well as laws and regulations, administrative actions and policies in each of the jurisdictions in which it operates, all of which are subject to change, and compliance with which may from time to time require significant costs.</p> <p>The Nordea Group may incur substantial costs in monitoring and complying with new capital adequacy and recovery and resolution framework requirements, which may also impact existing business models. In addition, there can also be no assurances that breaches of legislation or regulations by the Nordea Group will not occur and, to the extent that such a breach does occur, that significant liability or penalties will not be incurred.</p> <p>In the ordinary course of its business, the Nordea Group is subject to regulatory oversight and liability risk and is involved in a variety of claims, disputes, legal proceedings and governmental investigations in jurisdictions where it is active. These types of claims and proceedings expose the Nordea Group to monetary damages, direct or indirect costs (including legal costs), direct or indirect financial loss, civil and criminal penalties, loss of licences or authorisations, or loss of reputation, as well as the potential for regulatory restrictions on its businesses.</p> <p>The Nordea Group's activities are subject to tax at various rates around the world computed in accordance with local legislation and practice. Legislative changes or decisions by tax authorities may impair the present or previous tax position of the Nordea Group.</p>
D.3	Risks specific to the Notes:	<p>There are also risks related to any issue of Notes under the Programme and specific types of Notes, which prospective investors should carefully consider and make sure they understand prior to making any investment decision with</p>

		<p>respect to the Notes, including:</p> <ul style="list-style-type: none"> • The Notes may not be a suitable investment for all investors. • Investors will have to rely on Euroclear's, Clearstream, Luxembourg's, VP's, VPS's, Euroclear Sweden's or SIS's (as the case may be) procedures for transfer, payment and communication with the Issuer. • There may be no active trading market for the Notes. • Noteholders are subject to market volatility. • Ratings may not always mirror the risk related to individual Notes. • Fixed Rate Notes are subject to interest rate risks. • Noteholders are subject to credit risk on the Issuer. • The Notes may be redeemed prior to maturity. • Some Notes are subordinated to most of the Issuer's liabilities. • Capital Contribution Securities are deeply subordinated obligations. • Interest payments for Undated Subordinated Notes may be deferred. • Utilisation and conversion: Write down of principal (and Accrued Interest) of the Undated Subordinated Notes. • Capital Contribution Securities have restrictions on interest payments. • Interest payments in respect of Capital Contribution Securities may be suspended. • Conversion into conditional capital contributions; Write-down of principal in respect of Capital Contribution Securities. • Perpetual nature of the Undated Subordinated Notes and the Capital Contribution Securities. • No Voting Rights for Capital Contribution Securities. • Remedies in case of default on Dated and Undated Subordinated Notes are severely limited. • Risks relating to Partly Paid Notes. • Risks relating to variable rate Notes with a multiplier or other leverage factor. • Risks relating to inverse floating rate Notes. • Risks relating to fixed/floating rate Notes. • The Notes may be issued at a substantial discount or premium.
--	--	--

		<ul style="list-style-type: none"> • Noteholders' rights and obligations may be amended at meetings of Noteholders. • The terms and conditions of the Notes may be changed. • Changes in laws and regulations may affect the terms and conditions of the Notes. • The Notes may be traded in amounts in excess of the minimum Specified Denomination that are not integral multiples. • The amount of Notes to be issued under the Programme may be changed. • The Notes are subject to certain uncertainties relating to regulatory changes. • The Issuer could, in certain circumstances, substitute or vary the terms of Subordinated Notes. • Payments under the Notes may be subject to withholding tax pursuant to the U.S. Foreign Account Tax Compliance Act. <p>In addition to the above, there are risks specific to Notes denominated in Renminbi, including:</p> <ul style="list-style-type: none"> • Renminbi is not freely convertible. Capital account convertibility restrictions may affect the ability of the Issuer to source Renminbi to finance its obligations under Notes denominated in Renminbi. • The limited availability of the Renminbi outside the People's Republic of China (due to restrictions) may affect the ability of the Issuer to source Renminbi to finance its obligations under Notes denominated in Renminbi. • Changes in economic and political conditions may have an impact on the value of the Renminbi against the U.S. Dollar. Furthermore, changes in policies may also heighten the interest rate volatility. These factors could result in a decline of the value of a holder's investment. • All payments will be made in accordance with the modes of payment prescribed in the terms and conditions and no other means of payment may be utilised by the Issuer. • Under the PRC Enterprise Income Tax Law, non-resident enterprise holders of Renminbi-denominated Notes may become subject to income tax on the gains from the transfer of their holdings of Renminbi-denominated Notes.
--	--	--

Section E - Offer		
E.2b	Reasons for the offer and use of proceeds:	<i>The net proceeds of the issue of the Notes will be used for [the general banking and other corporate purposes of the Nordea Group/[]].</i>

E.3	Terms and Conditions of the Offer:	<i>Not applicable; the Notes are issued in denominations of at least €100,000 (or its equivalent in any other currency)./A Public Offer of the Notes will take place in the Public Offer Jurisdiction(s) during the Offer Period. [Summarise details of the Public Offer included in the "Distribution—Public Offer" and "Terms and Conditions of the Offer" items in Part B of the Final Terms.] Any investor intending to acquire or acquiring any Notes from an Authorised Offeror will do so, and offers and sales of the Notes to an investor by an Authorised Offeror will be made, in accordance with any terms and other arrangements in place between such Authorised Offeror and such Investor including as to price, allocation and settlement arrangements.</i>
E.4	Interests material to the Issue:	<p>The Issuer has appointed Barclays Bank PLC, BNP Paribas, Citigroup Global Markets Limited, Credit Suisse Securities (Europe) Limited, Deutsche Bank AG, London Branch, Goldman Sachs International, HSBC Bank plc, J.P. Morgan Securities plc, Merrill Lynch International, Nordea Bank AB (publ), Nordea Bank Danmark A/S, Nordea Bank Finland Plc, Nordea Bank Norge ASA, The Royal Bank of Scotland plc, Société Générale, UBS Limited and UniCredit Bank AG as principal dealers for the Programme and UBS AG as Swiss dealer for the Programme (together with any other dealer appointed from time to time by the Issuer, either generally in relation to the Programme or in relation to a particular Series of Notes, the "Dealers"). Each Dealer shall be deemed to be an Authorised Offeror and has agreed to the Authorised Offeror Terms in the Dealership Agreement.</p> <p>The arrangements under which Notes may from time to time be agreed to be sold by the Issuer to, and purchased by, Dealers are set out in the Dealership Agreement made between the Issuer and the Dealers. Notes may be distributed by way of private or public placement, in each case on a syndicated or a non-syndicated basis.</p> <p>Interests material to the issue/offer of Notes may arise principally as a result of the ordinary business activities of the Dealers and their affiliates, in the course of which they may make, hold and actively trade investments that may involve Notes and/or instruments of the Issuer or the Issuer's affiliates, including Notes, and may hedge their credit exposure to the Issuer. Such hedging may include the purchase of credit default swaps or the creation of short positions in Notes of the Issuer or the Issuer's affiliates, including potentially the Notes. The Dealers and their affiliates may also make investment recommendations and/or publish or express independent research views in respect of such Notes.</p> <p><i>So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer./[].</i></p>
E.7	Estimated expenses:	<p>It is not anticipated that the Issuer will charge any expenses to investors in connection with any issue of Notes. Other Authorised Offerors may, however, charge expenses to investors. Any expenses chargeable by an Authorised Offeror to an investor shall be charged in accordance with any contractual arrangements agreed between the Investor and such Authorised Offeror at the time of the relevant offer. Such expenses (if any) will be determined on a case by case basis.</p> <p><i>No expenses are being charged to an investor in the Notes by the Issuer [or any Authorised Offeror]./The Authorised Offeror(s) will charge expenses to investors. The estimated expenses chargeable to investors by the Authorised Offeror(s) are [].</i></p>

APPENDIX 2 SELECTED FINANCIAL INFORMATION

The tables below show certain selected summarised financial information which, without material changes, is derived from the Nordea Group's audited consolidated financial statements for the year ending 31 December 2012, which are set out in Annex 1 to the Base Prospectus and this Supplement (which restates certain figures for 2012 – please refer to Note 1 of the Second Quarter Report 2013).

The Nordea Group's consolidated financial statements are prepared in accordance with the International Financial Reporting Standards ("**IFRS**") and interpretations of such standards by the International Financial Reporting Interpretations Committee, as endorsed by the EU Commission. In addition, certain complementary rules in the Swedish Act on Annual Reports in Credit Institutions and Securities Companies (1995:1559) and the recommendation RFR 1 "*Supplementary Accounting Rules for Groups*", and UFR statements issued by the Swedish Financial Reporting Board as well as the accounting regulations of the SFSA's (FFFS 2008:25, with amendments in FFFS 2009:11 and 2011:54), have also been applied.

The tables below shall be read together with the auditor's report and the notes thereto.

Income Statement

	Group	
	2012	2011
	<i>(EUR millions)</i>	
Interest income.....	11,939	11,955
Interest expense.....	-6,376	-6,499
Net interest income.....	5,563	5,456
Fee and commission income	3,258	3,122
Fee and commission expense	-790	-727
Net fee and commission income.....	2,468	2,395
Net result from items at fair value	1,774	1,517
Profit from companies accounted for under the equity method	93	42
Other operating income	100	91
Total operating income.....	9,998	9,501
Operating expenses		
General administrative expenses:		
Staff costs.....	-2,989	-3,113
Other expenses	-1,808	-1,914
Depreciation, amortisation and impairment charges of tangible and intangible assets	-267	-192
Total operating expenses	-5,064	-5,219
Profit before loan losses	4,934	4,282
Net loan losses	-895	-735
Operating profit.....	4,039	3,547
Income tax expense	-970	-913
Net profit for the year	3,126	2,634
Attributable to:		
Shareholders of Nordea Bank AB (publ).....	3,119	2,627
Non-controlling interests	7	7
Total	3,126	2,634

Balance Sheet

	Group	
	31 December	
	2012	2011
	(EUR millions)	
Assets		
Cash and balances with central banks.....	36,060	3,765
Loans to central banks.....	8,005	40,615
Loans to credit institutions.....	10,569	11,250
Loans to the public.....	346,251	337,203
Interest-bearing securities.....	94,939	93,373
Financial instruments pledged as collateral.....	7,970	8,373
Shares.....	28,128	20,167
Derivatives.....	118,789	171,943
Fair value changes of the hedged items in portfolio hedge of interest rate risk.....	-711	-215
Investments in associated undertakings.....	585	519
Intangible assets.....	3,425	3,321
Property and equipment.....	474	469
Investment property.....	3,408	3,644
Deferred tax assets.....	266	169
Current tax assets.....	78	185
Retirement benefit assets.....	142	223
Other assets.....	16,372	19,425
Prepaid expenses and accrued income.....	2,559	2,703
Total assets.....	677,309	716,204
Liabilities		
Deposits by credit institutions.....	55,426	55,316
Deposits and borrowings from the public.....	200,678	190,092
Liabilities to policyholders.....	45,320	40,715
Debt securities in issue.....	184,340	179,950
Derivatives.....	114,203	167,390
Fair value changes of the hedged items in portfolio hedge of interest rate risk.....	1,940	1,274
Current tax liabilities.....	391	154
Other liabilities.....	33,472	43,368
Accrued expenses and prepaid income.....	3,903	3,496
Deferred tax liabilities.....	976	1,018
Provisions.....	389	483
Retirement benefit obligations.....	469	325
Subordinated liabilities.....	7,797	6,503
Total liabilities.....	649,304	690,084
Equity		
Non-controlling interests.....	5	86
Share capital.....	4,050	4,047
Share premium reserve.....	1,080	1,080
Other reserves.....	340	-47
Retained earnings.....	22,530	20,954
Total equity.....	28,005	26,120
Total liabilities and equity.....	677,309	716,204
Assets pledged as security for own liabilities.....	164,902	146,894
Other assets pledged.....	4,367	6,090
Contingent liabilities.....	21,157	24,468
Credit commitments.....	84,914	85,319
Other commitments.....	1,294	1,651

Cash Flow Statement

	Group	
	2012	2011
	(EUR millions)	
Operating activities		
Operating profit.....	4,039	3,547
Adjustment for items not included in cash flow	3,199	537
Income taxes paid.....	-662	-981
Cash flow from operating activities before changes in operating assets and liabilities	6,633	3,103
Changes in operating assets		
Change in loans to credit institutions.....	21,166	-20,784
Change in loans to the public	-2,988	-23,749
Change in interest-bearing securities.....	-2,968	-16,500
Change in financial assets pledged as collateral	437	1,100
Change in shares	-8,094	-2,776
Change in derivatives, net	3,017	-2,151
Change in investment properties	236	-77
Change in other assets	2,982	3,438
Changes in operating liabilities		
Change in deposits by credit institutions	-19	14,307
Change in deposits and borrowings from the public.....	7,000	13,341
Change in liabilities to policyholders	1,089	1,587
Change in debt securities in issue.....	1,665	27,205
Change in other liabilities.....	-10,402	5,686
Cash flow from operating activities.....	19,754	3,730
Investing activities		
Acquisition of business operations	0	0
Sale of business operations.....	0	0
Acquisition of investments in associated undertakings.....	-6	-16
Sale of investments in associated undertakings	3	4
Acquisition of property and equipment	-141	-157
Sale of property and equipment.....	27	35
Acquisition of intangible assets.....	-177	-192
Sale of intangible assets	2	0
Investments in debt securities, held to maturity.....	1,047	7,876
Purchase/sale of other financial fixed assets.....	19	15
Cash flow from investing activities	774	7,565
Financing activities		
Issued subordinated liabilities	1,530	891
Amortised subordinated liabilities	-624	-2,232
New share issue.....	3	4
Divestment of own shares incl change in trading portfolio.....	-	-
Repurchase of own shares incl change in trading portfolio	-31	-4
Dividend paid.....	-1,048	-1,168
Cash flow from financing activities.....	-170	-2,509
Cash flow for the year	20,358	8,786
Cash and cash equivalents at the beginning of year.....	22,606	13,706
Translation differences.....	-156	114
Cash and cash equivalents at the end of year	42,808	22,606
Change	20,358	8,786