

## IMPORTANT NOTICE

*In accessing the following notice you agree to be bound by the following terms and conditions.*

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

Neither the Final Terms nor the Base Prospectus constitutes an offer to sell or the solicitation of an offer to buy securities in the United States or in 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 Final Terms and the Base Prospectus have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**") and may not be offered or sold directly or indirectly within the United States or to, or for the account or benefit of, U.S. persons or to persons within the United States of America (as such terms are defined in Regulation S under the Securities Act ("**Regulation S**")). The securities described in the Final Terms will only be offered in offshore transactions to non-U.S. persons in reliance upon Regulation S.

**Nordea Bank Finland Plc (the "Issuer")**

**Issue of DKK denominated Equity-Linked Notes due 19 December 2019  
(Series A769, ISIN DK0030350426)  
(the "Notes")**

**under the EUR10,000,000,000  
Structured Note Programme**

**Final Terms Confirmation Announcement relating to the Final Terms dated 8 December 2014**

Terms used herein shall be deemed to be defined as such for the purposes of the Final Terms dated 8 December 2014 (the "**Final Terms**") relating to the offer of the Notes, the base prospectus dated 20 December 2013 and the supplements to the base prospectus dated 14 February 2014, 12 March 2014, 1 August 2014 and 7 November 2014 (together the "**Base Prospectus**").

This announcement constitutes the Final Terms Confirmation Announcement in relation to the Final Terms for the purposes of Article 8(1) of directive 2003/71/EC, as amended, and must be read in conjunction with the Base Prospectus and the Final Terms. The Base Prospectus and the Final Terms are available for viewing at the registered office of the Issuer at Aleksis Kiven Katu 9, 00020 Nordea, Helsinki, Finland. The Base Prospectus is also available via the Issuer's website at [www.nordea.com](http://www.nordea.com) under Investor Relations: <http://www.nordea.com/Investor+Relations/Debt+rating/Prospectuses/Nordea+Bank+AB+publ+Nordea+Bank+Finland+Plc+Structure+Note+Programme/1625312.html>

The Offer Period relating to the Notes expired at 16.00 CET on 12 December 2014, and accordingly Notes can no longer be subscribed pursuant to the offer. The Issuer confirms the following in connection with the offer and issue of the Notes:

Aggregate Nominal Amount:

(a) Series: DKK 48,690,000

(b) Tranche: DKK 48,690,000

Issue Price: 106.00 per cent of the Aggregate Nominal Amount.

Replacement Factor: 28.00 per cent.