

15 February 2008



FI Dnr 07-3917-413

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**Certificate of Approval of a Prospectus
in accordance with Articles 17 and 18 of Directive 2003/71/EC or pursuant
to national law transposing Articles 17 and 18 of Directive 2003/71/EC**

To: Securities Commission (Lithuania)

From: Finansinspektionen (Sweden)

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Swedish Financial Instruments Trading Act transposing Directive 2003/71/EC and was approved by us on 5 June 2007.

Name of Issuer: Nordea Bank AB (publ) and Nordea Bank Finland Abp

Registered Office/Seat: Smålandsgatan 17, 105 70 Stockholm, Sweden
Aleksanterinkatu 36 B, 00020 Nordea, Finland

Type of Securities: Annexes 5 and 11

Guarantor (if any): N/A

We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information required under on the following grounds: No omission

Attachments:

- (1) Prospectus dated 7 June 2007, Lithuanian summary included
- (2) Supplementary Prospectus dated 6 August 2007
- (3) Supplementary Prospectus dated 9 August 2007
- (4) Supplementary Prospectus dated 6 September 2007
- (5) Supplementary Prospectus dated 6 November 2007

FINANSINSPEKTIONEN

15 February 2008

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