

SUPPLEMENT DATED 07 NOVEMBER 2024 TO THE BASE PROSPECTUS DATED 08 AUGUST 2024

# Aktia

**AKTIA BANK PLC**  
*(Incorporated with limited liability in Finland)*

**€5,000,000,000**

## **Euro Medium Term Note and Covered Bond Programme**

This supplement is supplemental to, and must be read in conjunction with the base prospectus dated 08 August 2024 prepared by Aktia Bank plc with respect to its €5,000,000,000 Euro Medium Term Note and Covered Bond Programme and constitutes a supplement for the purposes of Article 23 (1) of Regulation (EU) No. 2017/1129 (The "Prospectus Regulation")

This supplement will be available for viewing on the website of the Luxembourg Stock Exchange (<https://www.luxse.com/programme/Programme-AktiaBank/13744>) and on the websites of Aktia Bank plc (<https://www.aktia.com/en/investors/debt-and-funding-strategy/funding/year/2024>).

## **Purpose of this Prospectus Supplement**

The purpose of this Prospectus Supplement is to incorporate by reference the unaudited consolidated and non-consolidated interim financial statements of Aktia Bank plc as at and for the period ended 30 September 2024 which are contained in the document entitled "Interim report January-September 2024" (the Q3 Financial Statements). The unaudited Q3 Financial Statements for the third quarter of the year 2024 has been compiled and prepared on a basis which are comparable with the historical financial information and consistent with the Issuer's accounting policies.

The purpose of this Prospectus Supplement is also to amend and update following information on the Base Prospectus under the Description of the issuer-section (page 148):

- Major Shareholders (Base prospectus page 153)
- Managing Director and other members of the Executive Committee (Base prospectus page 152)
- General information (Base prospectus page 173)
- The section "Recent Developments" does not exist on the Base prospectus but the information on "Recent Developments" section on this supplement shall be added as supplemental information for the Base prospectus to "Recent Developments" section which is added by this supplement on the Base prospectus on the page 150 before the "Administrative, Management and Supervisory Bodies" section.

Terms defined in the base prospectus have the same meaning when used in this supplement.

To the extent that there is any inconsistency between (a) any statement in this supplement or any statement incorporated by reference into the base prospectus by this supplement and (b) any other statement in or incorporated by reference in the base prospectus, the statements in (a) above will prevail.

If the Q3 Financials Statements incorporate any information therein, either expressly or implicitly, such information will not form part of this Supplement for the purposes of the Prospectus Regulation except where such information is specifically incorporated by reference. The information that is not listed in the cross-reference is not incorporated by reference in accordance with Article 19(1) of Regulation (EU) 2017/1129. The non-incorporated parts are either not relevant for the investor or covered elsewhere in the Base Prospectus or this Supplement.

On 06 November 2024 Aktia Bank plc published its unaudited interim report for the period 1 January – 30 September 2024. A copy of the interim report is available in electronic form on the websites of Aktia Bank plc (<https://www.aktia.com/sites/aktia-corp/files/investors/results-and-presentations/english/2024/Aktia%20Bank%20Plc%20Interim%20report%201%E2%80%9330%20September%202024.pdf>), Luxembourg Stock Exchange (<https://www.luxse.com/issuer/AktiaBank/65292>) and of the Finnish stock exchange Nasdaq Helsinki (Search: Companies: Aktia Bank Oyj) (<http://www.nasdaqomxnordic.com/uutiset/yhtiotiedotteet?languageId=1&Instrument=SSE101>).

The interim report contains the information set out at the following pages:

Consolidated Income Statement	Page 23
Consolidated Statement of Comprehensive Income	Page 24
Consolidated Balance Sheet	Page 25
Consolidated Statement of Changes in Equity	Pages 26-27
Consolidated Cash Flow Statement	Page 28
Accounting Principles and Notes to the Consolidated Financial Statement	Pages 33-47
Report on review of the Interim Report	Page 48

By virtue of this supplement Aktia Bank plc's interim report for the period 1 January – 30 September 2024 is incorporated by reference in, and forms part of, the base prospectus. The information above amends the "Documents incorporated by reference" section on the Base Prospectus (page 53).

Aktia has defined the alternative performance measures (APM) to be presented in the Group's financial Q3 Financial Statements in accordance with the guidelines on Alternative Performance Measures issued by the European Securities and Markets Authority dated 5 October 2015 (ESMA/2015/1415). The Alternative Performance Measures (APMs) are financial measures that have not been defined in the IFRS rules, the capital requirements regulation (CRD/CRR) or in the Solvency II framework (SII). Therefore, the APMs shall not be regarded as substitutes for financial measures in accordance with IFRS.

## Update of Major Shareholders

The section Major Shareholders on page 153 of the base prospectus shall be deemed deleted and replaced with the following:

“Aktia Bank is listed in Nasdaq Helsinki Ltd. Aktia had one series of shares and a total of 72,876,529 shares as on 30 September 2024. One Aktia share holds one vote. The Aktia share's trading code is AKTIA and its ISIN code is FI4000058870. AKTIA is a part of the “OMX Helsinki\_GI”- index.

The major shareholders of the Issuer as on 31 March 2024 were:

RG Partners Oy:

10.15 per cent. of the Issuer's issued shares

Companies controlled by Erkki Etola

9.95 per cent. of the Issuer's issued shares

Veritas Pension Insurance Company Ltd:

8.29 per cent. of the Issuer's issued shares

Åbo Akademi University Foundation:

4.11 per cent. of the Issuer's issued shares

Oy Hammarén & Co Ab:

3.16 per cent. of the Issuer's issued shares

Mandatum Life Insurance Company Ltd:

3.14 per cent. of the Issuer's issued shares

Nordea Life Assurance Finland Ltd:

2.76 per cent. of the Issuer's issued shares

Stiftelsen Tre Smeder

2.35 per cent. of the Issuer's issued shares

Aktia Foundation Porvoo (Aktiastiftelsen i Borgå):

2.12 per cent. of the Issuer's issued shares

Aktia Foundation Vaasa (Aktiastiftelsen i Vasa):

1.95 per cent. of the Issuer's issued shares

Varma Mutual Pension Insurance Company:

1.61 per cent. of the Issuer's issued shares

In addition to the above the Issuer is not aware of any agreements, the operation of which may at a subsequent date result in major changes in ownership of its shares.”

### **Update of the Managing Director and the other members of Executive Committee**

The section “The Managing Director and the other members of the Executive Committee” on page 152 of the base prospectus shall be deemed deleted and replaced with the following:

“Aleksi Lehtonen, M.Sc. (Econ.)  
CEO

Juha Hammarén, LL.M., eMBA  
Senior Advisor

Anssi Huhta, eMBA  
Executive Vice President, Banking Business and Deputy CEO

Karri Varis, D.Sc. (Tech.)  
Executive Vice President, Interim Chief Financial Officer

Sini Kivekäs, LL.M.  
Executive Vice President, Group Functions

Kati Eriksson, M.sc. (Econ.)  
Executive Vice President, Asset Management

Oskari Kurki, M.Sc. (Tech), MBA  
Executive Vice President, CIO”

### **Update of general information**

The section "Significant or Material Change" on page 174 of the base prospectus shall be deemed deleted and replaced with the following:

"Significant or Material Change

There has been no significant change in the financial performance or financial position of the Issuer or the Group since 31 September 2024 and there has been no material adverse change in the financial position or prospects of the Issuer or the Group since 31 December 2023.”

## Recent Developments

The section "Recent Developments" does not exist on the Base prospectus at the moment but the information on "Recent Developments" section on this supplement shall be added as supplemental information for the Base prospectus to "Recent Developments" section which is added by this supplement on the Base prospectus on the page 150 before the "Administrative, Management and Supervisory Bodies" section.

### **"Change in Executive Committee:**

Outi Henriksson left her duties as Aktia's CFO on 31 August 2024. Karri Varis was appointed as interim CFO and started in his position on 1 September 2024.."

### **"SEB initiated coverage of Aktia and published initiation analysis:**

Aktia entered into an agreement with SEB regarding equity research on Aktia, and on 16 September 2024 SEB published its initiation analysis. This means that the number of analyst firms covering Aktia increased to three. Aktia endeavours to meet investors' need for professional equity research, and therefore it has been an objective to increase the number of analysts covering Aktia. This also contributes to increasing awareness of Aktia among investors, both in Finland and abroad."

## General

Aktia Bank plc accepts responsibility for the information contained in this supplement. To the best of the knowledge of Aktia Bank plc (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.

Save as disclosed in this supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the base prospectus since the publication of the base prospectus and any other previously approved supplements.