

SUPPLEMENT DATED 13 FEBRUARY 2025 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 and supplement on it dated 07 November 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 31 December 2024 which are contained in the document entitled “Financial Statement Release January-December 2024” (the Q4 Financial Statements). The unaudited Q4 Financial Statements for the fourth quarter and for the full 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 Q4 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 12 February 2025 Aktia Bank plc published its unaudited interim report for the period 1 January – 31 December 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%20Financial%20Statement%20Release%201-12_2024.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?languageld=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
Consolidated Cash Flow Statement	Page 27
Accounting Principles and Notes to the Consolidated Financial Statement	Pages 32-46
Report on review of the Interim Report	Page 47

By virtue of this supplement Aktia Bank plc's interim report for the period 1 January – 31 December 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 Q4 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:

10.13 per cent. of the Issuer's issued shares

Companies controlled by Erkki Etola

9.93 per cent. of the Issuer's issued shares

Veritas Pension Insurance Company Ltd:

8.28 per cent. of the Issuer's issued shares

Åbo Akademi University Foundation:

4.10 per cent. of the Issuer's issued shares

Oy Hammarén & Co Ab:

3.15 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:

2.75 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

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

Sakari Järvelä, M.Sc. (Econ.)
Executive Vice President, 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”

The business address at which the Managing Director and each of the other members of the Executive Committee can be contacted is Aktia Bank plc, Arkadiagatan 4-6 A, 00100 Helsingfors, FI-00100 Helsinki, Finland; visitors' address: Arkadiagatan 4-6A, Helsinki.

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 December 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, Head of Asset and Liability Management, acted as interim CFO from 1 September 2024 to 12 January 2025. Sakari Järvelä was appointed Aktia's CFO on 20 December 2024 and assumed his duties on 13 January 2025."

"Aktia lowers its prime rate to 2.00 per cent as of 13 January 2025

Aktia Bank lowers its prime rate by 0.50 percentage points from 2.50 per cent to 2.00 per cent. The new prime rate will apply from 13 January 2025. The change is due to the decline of market rates."

"Aktia Bank Plc: IT-related one-off items burden the result in the fourth quarter 2024, but do not affect comparable result:

Aktia announced on 12 February 2025 that IT-related oneoff items burden the result in the fourth quarter 2024, but do not affect comparable result. Aktia Bank Plc continues to invest in and upgrade its core banking system. In connection with the system development work, Aktia has reassessed the asset values and depreciation periods of existing IT systems as of 31 December 2024. The assessment leads to an impairment of IT-related intangible assets of EUR 25.0 million as well as expensed IT licenses of EUR 1.4 million."

"Aktia Bank Plc directs share issue to the company itself without payment

The Board of Directors of Aktia Bank Plc has, pursuant to the share issue authorization granted by the Annual General Meeting held on 3 April 2024, resolved on an issue of 180,000 new shares to the company itself without payment. The new shares to be issued to the company will be used for reward payments under the company's incentive programs.

The total number of the company's shares after the share issue is 73,161,696 shares, of which 234,834 shares in total are held by the company.

The new shares will be entered into the Trade Register approximately on 20 February 2025 and will be applied for public trading on Nasdaq Helsinki Ltd approximately as of 21 February 2025."

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.