## InvestmentDeposit account

## Equity 2/2014

## Special terms and conditions concerning additional interest

#### Additional interest and its determination

Additional interest will be paid on the deposit if the prerequisites for the additional interest are fulfilled.

The predicted additional interest is 6.5 % and the final interest rate percentage will be within the variation range of 5.0 % - 8.0 %. The bank will confirm and announce the additional interest rate percentage on the starting date on 3 April 2014. The additional interest is not annual interest.

The additional interest will be paid if the final price of each reference asset share equals or is higher than the initial price. If the final price of one or several reference asset shares is lower than the initial price, no additional interest will be paid on the deposit.

The reference asset is a share basket containing the following reference asset shares:

Apple Inc. (Bloomberg AAPL US),

Neste Oil Corporation (Bloomberg NES1V FH), and

PepsiCo Inc. (Bloomberg PEP US).

The starting date is 3 April 2014 or if it is not a banking day, the following banking day. The closing date is 15 March 2017 or if it is not a banking day, the following banking day.

The closing price of a reference asset share confirmed by the bank (value at the end of trading) on the starting date and correspondingly on the closing date.

## Starting date and closing date

Initial price and final price

Reference asset

#### Calculation method of additional interest

The additional interest is calculated for the entire deposit period by multiplying the capital amount of the deposit with the confirmed interest rate percentage of the additional interest. The bank will act as the calculation agent.

## Payment of additional interest and deposit guarantee

The additional interest is credited to the management account of the deposit on the due date of the deposit. The additional deposit interest will not be paid if the deposit is terminated prematurely. The additional interest is covered by the valid deposit guarantee to the extent provided for by legislation. Additional interest is not covered by the deposit guarantee if it has not been credited to a bank account.

#### **Notifications**

The bank will publish notifications and announcements concerning the additional interest and the reference asset on its website at www.nordea.fi.

#### Changing reference asset

The bank is entitled to change one or several reference asset shares to another equivalent share if the bank evaluates that the performance of the reference asset share would be unsatisfactory. If the bank changes a reference asset share, the bank will announce the change and the accountholder is entitled to terminate the deposit on the last sale date of the deposit lot at the latest.

#### Cancelling a deposit lot

The bank is entitled to cancel a deposit lot if the total amount of the lot remains under EUR 1,000,000, the realisation of the additional interest under the present terms and conditions is not possible in accordance with the bank's estimate or the realisation of the deposit lot is otherwise endangered. If the deposit lot is cancelled, the bank will return the payments it has received. No interest is paid on the refunded amounts.

## Exchange

In relation to the reference asset shares, the exchange refers to a securities exchange where the shares are primarily traded at any given time in the bank's opinion. If the starting date or the closing date is not an exchange day, the day in question will be the following exchange day taking into account possible exceptions caused by a market disruption.

## Market disruption

Market disruption with respect to the reference asset exists where, in the bank's opinion, (i) the official closing price for the reference asset

or the shares comprising it is missing, is unavailable, or their quotation, calculation or publishing ends, (ii) the exchange is not open during the ordinary trading hours, or trading in the reference asset, a share or corresponding options or futures contracts is discontinued, interrupted or is significantly restricted, (iii) the possibilities for parties on the market to carry out trades in or obtain the market value for the reference asset or the shares or options or futures contracts related to them cease, are discontinued or deteriorated, or (iv) the characteristics, compilation or the manner of calculating the value of the reference asset, the shares or corresponding options or future contracts change significantly. A market disruption is also considered to exist if tax provisions with respect to the reference asset or the underlying assets included in it (however, not tax on, or which is calculated by reference to, gross or net income) cause the initial or final price to change.

When a market disruption has occurred, the starting date and/or the closing date shall be transferred to the following exchange date on which a market disruption does not exist. However, where a market disruption continues during eight (8) exchange days, the eighth exchange date shall be deemed the starting date or closing date irrespective of the market disruption and the bank shall thereupon determine the closing price, initial price or final price.

# Extraordinary events regarding a reference asset share or a company

Where, in the bank's opinion, (i) delisting, nationalisation, bankruptcy proceedings, liquidation, company reorganisation, compulsory redemption, merger, demerger, asset transfer, share swap, swap offer, public tender offer or other similar event occurs with respect to a company whose shares are included in the reference asset; or where, (ii) a subdivision, new issue, bonus issue, issuance of warrants or convertible debentures, reverse split, or buy-back occurs with respect to the share, or any other event occurs which, in accordance with practice on the market, may lead to an adjustment in the calculation of issued outstanding instruments, the bank shall be entitled to make such adjustments in the calculation of the additional interest or the composition of the reference asset, or to replace the share with a replacement share to arrive at a calculation that reflects, and is based on the previous calculation method.

The value of a reference asset share can be zero as a result of the wind-up of the company, bankruptcy proceedings or other such event, when the shareholders do not normally receive a consideration for their shares.

#### Change in law

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Where, in the bank's opinion, as a consequence of any law, ordinance, equivalent regulation or decision by a public authority, or any changes therein, or any change in the application thereof, or if a decree of moratorium, currency restriction, embargo, blockade or boycott of a central bank, national government or supranational corporation such as the United Nations or the European Union, it would be unlawful or significantly more difficult for the bank to receive structured deposits, or if it becomes unlawful or significantly more difficult for the bank or a third party to hold, acquire or divest reference assets or to enter into derivative transactions with respect to reference assets, the bank may replace the reference asset, or alternatively adjust the calculation of the additional interest.

The bank may also decide on replacing the reference asset or adjusting the calculation of the additional interest if, for a reason mentioned in the paragraph above, the bank's costs related to hedging against risks related to the deposits significantly increase, or if the hedging against risks becomes significantly more difficult or impossible.

Adjustments and premature confirmation of additional interest Where, in the bank's opinion, it is necessary to make additions, adjustments or changes in these special terms and conditions on the basis of market disruption, extraordinary events concerning a reference asset share or a company, or a change in law, the bank is entitled to make them.

If the bank considers that the replacement of a reference asset share or the adjustment of the calculation of the additional interest does not lead to a reasonable outcome, the bank may prematurely calculate and confirm the additional interest on the basis of the last published value of the reference asset. After the bank has confirmed the additional interest, it will inform the accountholders the amount of the additional interest and to which market interest rate the additional interest of the deposit will be tied. The capital of the deposit and the potential additional interest will be paid out on the due date of the deposit.

## Adjustment of price

If the official closing price of the reference asset share is adjusted during the time which usually passes between the trading date and the settlement date of a spot transaction (however, three (3) exchange days after the starting date or the closing date at the latest) and the price has been used to determine the closing, initial or final price, the bank is entitled to make a corresponding adjustment.

#### Other terms and conditions

Should these special terms and conditions contradict with the other terms and conditions of the account agreement, these special terms and conditions will be applied. The bank has the right to correct obvious and evident errors in the details of a deposit lot.