

SUPPLEMENT DATED 15 NOVEMBER 2012 TO THE BASE PROSPECTUS DATED 4 APRIL 2012

SAMPO PLC

(Incorporated with limited liability in Finland)

**EUR 3,000,000,000
Euro Medium Term Note Programme**

This Supplement (the **Supplement**) to the Base Prospectus (the **Base Prospectus**) dated 4 April 2012, and as supplemented on 21 May 2012, which comprises a base prospectus constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the **FSMA**) and is prepared in connection with the Euro Medium Term Note Programme (the **Programme**) established by Sampo plc (the **Issuer**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and any other supplements to the Base Prospectus issued by the Issuer.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (which has 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.

Purpose of the Supplement

The purpose of this Supplement is (a) to incorporate by reference the Issuer's interim financial statements (i) as at and for the six month period ended 30 June 2012 (the **Interim Report Q2/2012**) and (ii) as at and for the nine month period ended 30 September 2012 (the **Interim Report Q3/2012**) and (b) to include a new "Significant or Material Change" statement.

Interim Financial Statements (i) as at and for the six month period ended 30 June 2012 and (ii) as at and for the nine month period ended 30 September 2012

On 8 August 2012, the Issuer published its Interim Report Q2/2012, which contains its unaudited interim financial statements as at and for the six month period ended 30 June 2012. A copy of the Interim Report Q2/2012 has been filed with the Financial Services Authority and, by virtue of this Supplement, the Interim Report Q2/2012 is incorporated in, and forms part of, the Base Prospectus.

On 9 November 2012, the Issuer published its Interim Report Q3/2012, which contains its unaudited interim financial statements as at and for the nine month period ended 30 September 2012. A copy of the Interim Report Q3/2012 has been filed with the Financial Services Authority and, by virtue of this Supplement, the Interim Report Q3/2012 is incorporated in, and forms part of, the Base Prospectus.

On page 14 of the Interim Report Q2/2012 and page 14 of the Interim Report Q3/2012, references are made to the credit ratings of the Issuer, If P&C Insurance Ltd (Sweden) and If P&C Insurance Company Ltd (Finland) as issued by Moody's Investors Service Ltd. and, in the case of If P&C Insurance Ltd (Sweden) and If P&C Insurance Company Ltd (Finland), Standard & Poor's Credit Market Services Europe Limited. As at the date of this Supplement, each of Moody's Investors Service Ltd. and Standard & Poor's Credit Market Services Europe Limited is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the **CRA Regulation**).

In general, European regulated investors are restricted under the CRA Regulation from using credit ratings for regulatory purposes, unless such ratings are issued by a credit rating agency established in the EU and

registered under the CRA Regulation (and such registration has not been withdrawn or suspended). Such general restriction will also apply in the case of credit ratings issued by non-EU credit rating agencies, unless the relevant credit ratings are endorsed by an EU-registered credit rating agency or the relevant non-EU rating agency is certified in accordance with the CRA Regulation (and such endorsement action or certification, as the case may be, has not been withdrawn or suspended).

Copies of all documents incorporated by reference in the Base Prospectus can be obtained from the Issuer as described on page 18 of the Base Prospectus.

If documents which are incorporated by reference themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Directive (Directive 2003/71/EC) except where such information or other documents are specifically incorporated by reference or attached to this Supplement.

General Information

Since 31 December 2011, there has been no material adverse change in the prospects of the Issuer or the Issuer and its Subsidiaries. Since 30 September 2012, there has been no significant change in the financial or trading position of the Issuer or the Issuer and its Subsidiaries.

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.

Save as disclosed in this Supplement and any supplement to the Base Prospectus previously issued, 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.