

**SUPPLEMENT DATED 7 FEBRUARY 2018
TO THE BASE PROSPECTUS DATED 12 APRIL 2017**

SAMPO PLC

incorporated with limited liability in Finland

EUR 3,500,000,000

Euro Medium Term Note Programme

This Supplement (the **Supplement**) to the Base Prospectus dated 12 April 2017 as supplemented by the first supplement dated 11 May 2017 (as so supplemented, the **Base Prospectus**) 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 this Supplement

The purpose of this Supplement is (a) to incorporate by reference the Issuer's full-year results for the twelve month period ended 31 December 2017 (the **Results for 2017**), (b) to update (i) the Important Notices section and (ii) the Form of Final Terms, in the Base Prospectus as a result of a change in law related to the MiFID Product Governance rules under EU Delegated Directive 2017/593 and (c) to include a new Significant Change statement.

Results for 2017 for the twelve month period ended 31 December 2017

On 7 February 2018 the Issuer published its Results for 2017, which contains its unaudited financial statements as at and for the twelve month period ended 31 December 2017.

A copy of the Results for 2017 has been filed with the Financial Conduct Authority and, by virtue of this Supplement, the Results for 2017 is incorporated in, and forms part of, the Base Prospectus.

Copies of all documents incorporated by reference in the Base Prospectus may be inspected, free of charge, at Fabianinkatu 27, FI-00100 Helsinki, Finland and are available in electronic form at www.sampo.com/ir.

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.

Update to the Important Notices section

By virtue of this Supplement, the following disclaimer is added to the Important Notices section below the first full paragraph on page 2 of the Base Prospectus:

"MiFID II PRODUCT GOVERNANCE / TARGET MARKET – The Final Terms in respect of any Notes will include a legend entitled "MiFID II Product Governance" which will outline the target market assessment in respect of the Notes and which channels for distribution of the Notes are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the target market assessment) and determining appropriate distribution channels.

A determination will be made in relation to each issue about whether, for the purpose of the MiFID Product Governance rules under EU Delegated Directive 2017/593 (the "**MiFID Product Governance Rules**"), any Dealer subscribing for any Notes is a manufacturer in respect of such Notes, but otherwise neither the Arrangers nor the Dealers nor any of their respective affiliates will be a manufacturer for the purposes of the MiFID Product Governance Rules."

Update to the Form of Final Terms

By virtue of this Supplement, the following new legend is added to the Form of Final Terms below the paragraph entitled "Prohibition of Sales to EEA Retail Investors" on page 52 of the Base Prospectus:

"MiFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of [the/each] manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in [Directive 2014/65/EU (as amended, "**MiFID II**")]/[MiFID II]; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. [*Consider any negative target market*]. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturer['s/s'] target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer['s/s'] target market assessment) and determining appropriate distribution channels."

General Information

Since 31 December 2017, there has been no significant change in the financial or trading position of 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, 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.