

15 December 2006

**Kaupthing Bank hf.**  
**Issue of JPY 300,000,000 Fixed Rate Notes due 20 October 2010**  
**under the EUR12,000,000,000**  
**Euro Medium Term Note Programme**

**PART A - CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 31st August, 2006 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "*Prospectus Directive*"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at the office of the Issuer at Borgartun 19, 105 Reykjavik, Iceland and copies may be obtained from the Principal Paying Agent at Winchester House, 1 Great Winchester Street, London EC2N 2DB.

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|-----|---|---|
| 1.  | Issuer:   | Kaupthing Bank hf.  |
|     | (i) Series Number:  | 12  |
|     | (ii) Tranche Number:                                      | 1   |
| 3.  | Specified Currency or Currencies:                         | Japanese Yen ("JPY")  |
| 4.  | Aggregate Nominal Amount:                                 |   |
|     | (i) Series:   | JPY 300,000,000   |
|     | (ii) Tranche:   | JPY 300,000,000   |
| 5.  | Issue Price:  | 100.00 per cent. of the Aggregate Nominal Amount                    |
| 6.  | Specified Denominations:                                  | JPY 10,000,000  |
| 7.  | (i) Issue Date:   | 19 December 2006  |
|     | (ii) Interest Commencement Date:                          | 19 December 2006  |
| 8.  | Maturity Date:  | 20 October 2010   |
| 9.  | Interest Basis:   | 0.945 per cent. Fixed Rate<br>(further particulars specified below) |
| 10. | Redemption/Payment Basis:                                 | Redemption at par   |
| 11. | Change of Interest Basis or Redemption/<br>Payment Basis: | Not Applicable  |
| 12. | Put/Call Options:   | Not Applicable  |

- |     |   |                |
|-----|---|----------------|
| 13. | (a) Status of the Notes:                                | Senior         |
|     | (b) Date Board approval for issuance of Notes obtained: | Not Applicable |
| 14. | Method of distribution:                                 | Non-syndicated |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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|-----|---|--|
| 15. | <b>Fixed Rate Note Provisions</b>   | Applicable   |
|     | (i) Rate(s) of Interest:  | 0.945 per cent. per annum payable semi-annually in arrear  |
|     | (ii) Interest Payment Date(s):  | 20 April and 20 October in each year, commencing on 20 April 2007 (short first coupon) up to and including the Maturity Date |
|     | (iii) Fixed Coupon Amount(s):   | JPY 47,250 per JPY 10,000,000 in nominal amount  |
|     | (iv) Broken Amount(s):  | JPY 31,673.07 per JPY 10,000,000 in nominal amount (short first coupon)  |
|     | (v) Day Count Fraction:   | Actual/Actual (ICMA)   |
|     | (vi) Determination Date(s):   | 20 April and 20 October in each year   |
|     | (vi) Other terms relating to the method of calculating interest for Fixed Rate Notes: | None   |
| 16. | Floating Rate Note Provisions   | Not Applicable   |
| 17. | Zero Coupon Note Provisions   | Not Applicable   |
| 18. | Index Linked Interest Note Provisions   | Not Applicable   |
| 19. | Dual Currency Interest Note Provisions  | Not Applicable   |
| 20. | Target Redemption Note Provisions:  | Not Applicable   |
| 21. | Range Accrual Note Provisions:  | Not Applicable   |

**PROVISIONS RELATING TO REDEMPTION**

- |     |                                      |  |
|-----|--------------------------------------|--|
| 22. | Issuer Call                          | Not Applicable   |
| 23. | Investor Put                         | Not Applicable   |
| 24. | Target Redemption Note Provisions:   | Not Applicable   |
| 25. | Final Redemption Amount of each Note | JPY 10,000,000 per Note of JPY 10,000,000 Specified Denomination |

26. Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 7(f)): JPY 10,000,000 per Note of JPY 10,000,000 Specified Denomination.
27. Capital Notes Provisions Not Applicable
- (i) Special Event Redemption Amount:
- (ii) Special Event Redemption Date(s):
- (iii) Investment Considerations:

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

28. (a) Form of Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event
- (b) New Global Note: Yes
29. Additional Financial Centre(s) or other special provisions relating to Payment Dates: Not Applicable
30. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No
31. Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and, consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: Not Applicable
32. Details relating to Instalment Notes:
- (i) Instalment Amount(s): Not Applicable
- (ii) Instalment Date(s): Not Applicable
33. Redenomination applicable: Redenomination not applicable
34. Other final terms: Not Applicable

**DISTRIBUTION**

- 35. (i) If syndicated, names of Managers: Not Applicable
- (ii) Date of Subscription Agreement: Not Applicable
- (iii) Stabilising Manager (if any): Not Applicable
- 36. If non-syndicated, name of relevant Dealer: Commerzbank Aktiengesellschaft  
60 Gracechurch Street  
London EC3V 0HR
- 37. Total commission and concession: Not Applicable
- 38. Whether TEFRA D or TEFRA C rules applicable or TEFRA rules not applicable: TEFRA D
- 39. Additional selling restrictions: Not Applicable

**LISTING AND ADMISSION TO TRADING APPLICATION**

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the EUR12,000,000,000 Euro Medium Term Note Programme of Kaupthing Bank hf.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:  
**Guoni Aðalsteinsson**  
Framkvæmdastjóri / Chief Treasurer  
By: Chief Treasurer  
Duly authorised



## PART B – OTHER INFORMATION

### 1. LISTING

- (i) Listing: Luxembourg
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on the Luxembourg Stock Exchange's regulated market with effect from 19 December 2006.
- (iii) Estimate of total expenses related to admission to trading: Not Applicable

### 2. RATINGS

- Ratings: The Notes to be issued have been rated:  
Moody's: A1  
Fitch: A

### 3. NOTIFICATION

Not Applicable

### 4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

### 5. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the Offer: See "Use of Proceeds" wording in Base Prospectus
- (ii) Estimated net proceeds: JPY 300,000,000
- (iii) Estimated total expenses: Not Applicable

### 6. YIELD (*Fixed Rate Notes only*)

Indication of yield: 0.945 per cent.

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### 7. HISTORIC INTEREST RATES (*Floating Rate Notes only*)\*\*

Not Applicable

**8. PERFORMANCE OF INDEX, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING INDEX (*Index-Linked Notes only*)**

Not Applicable

**9. PERFORMANCE OF RATE[S] OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT (*Dual Currency Notes only*)**

Not Applicable

**10. OPERATIONAL INFORMATION**

- (i) ISIN Code: XS0279632854
- (ii) Common Code: 027963285
- (iii) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (vi) Intended to be held in a manner which would allow Eurosystem eligibility: No