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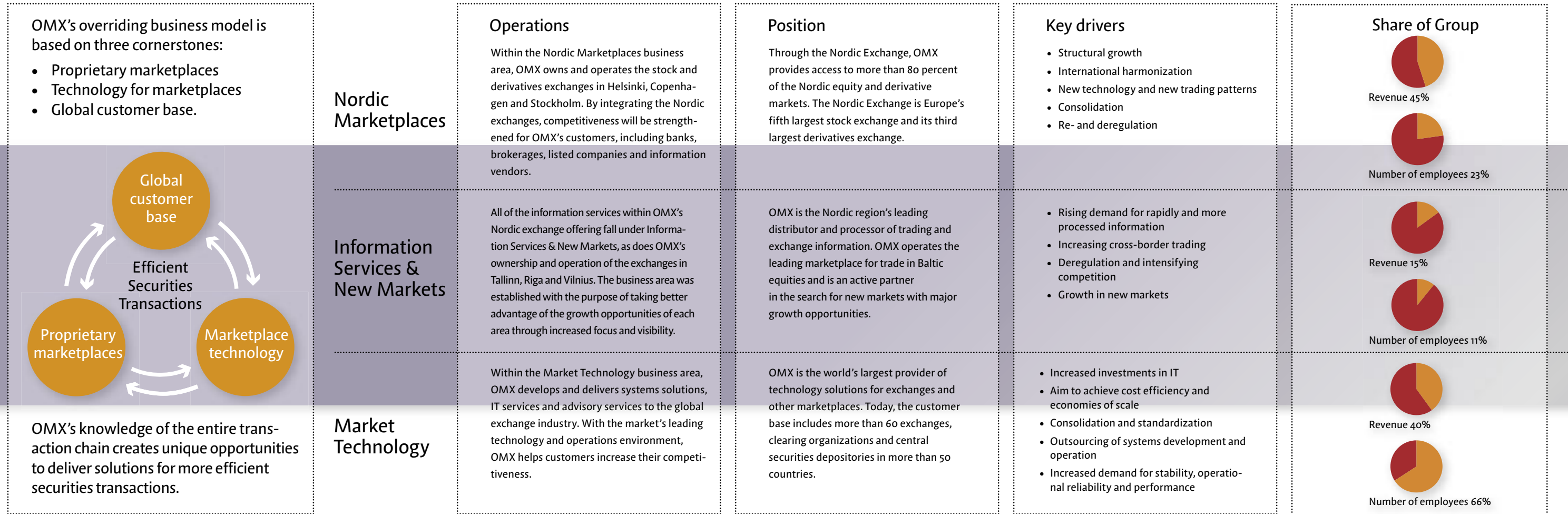


EFFECTIVE TRANSACTIONS

This is OMX

OMX is a leading company in the global exchange industry. OMX owns and operates the Nordic Exchange in Helsinki, Copenhagen, Stockholm, Tallinn, Riga and Vilnius. OMX also develops and provides technology and services to marketplaces worldwide. OMX's vision is to be regarded as the world's leading partner for more efficient securities transactions. OMX has been listed since 1987 and its share is today traded on the Helsinki, Copenhagen and Stockholm Stock Exchanges.

| Key figures, SEK m | 2004 | 2005 | Change, % |
|-----------------------------------|-------|-------|-----------|
| Revenue | 3,106 | 3,136 | 1 |
| Operating income | 616 | 910 | 48 |
| Operating margin, % | 20 | 29 | |
| Net income | 383 | 543 | 42 |
| Return on shareholders' equity, % | 10 | 12 | |
| Number of employees at year-end | 1,300 | 1,288 | -1 |



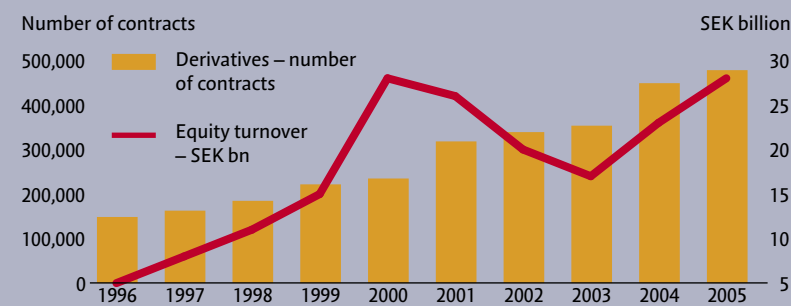
The OMX share - total return



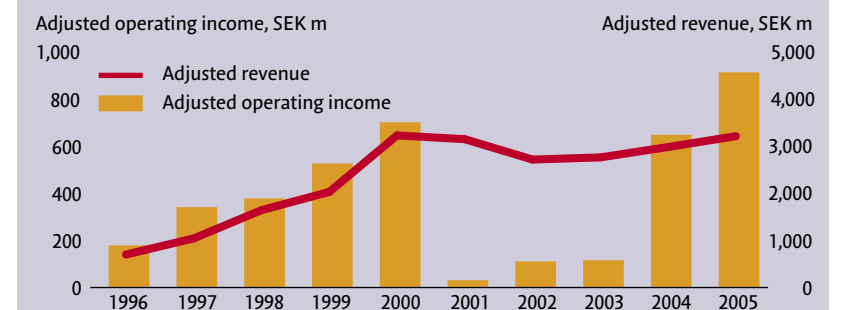
The Nordic Exchange

- The Nordic Exchange comprises the Helsinki, Copenhagen, Stockholm, Tallinn, Riga and Vilnius Exchanges.
- The number of listed companies amounted to 679 (686).
 - Total market capitalization for all of the listed companies amounted to SEK 7,012 m (5,272).
 - The number of members amounted to 148 (142).

Turnover per day



OMX's adjusted revenue and operating income



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Experts in the
Exchange Industry

OMX 2005

OMX's profitability was strengthened during the year. Operating income of SEK 910 m marked an increase of 48 percent over 2004.

For OMX, the year 2005 can be summed up by strengthened profitability, higher exchange activity and a continued strategic focus.

Developments in OMX's exchange operations were marked by integration programs following the merger with the Copenhagen Stock Exchange and active efforts to create a common Nordic exchange. In terms of equity and derivative trading, activity on OMX's exchanges was considerably more buoyant in 2005 than in the preceding year:

- The number of equity transactions rose 24 percent.
- Equity turnover increased 22 percent.
- The number of traded derivative contracts advanced 7 percent.
- The number of members at OMX's exchanges increased to 148 (142).
- Overall market capitalization for all listed companies rose 33 percent.
- The total number of listed companies decreased to 679 (686).

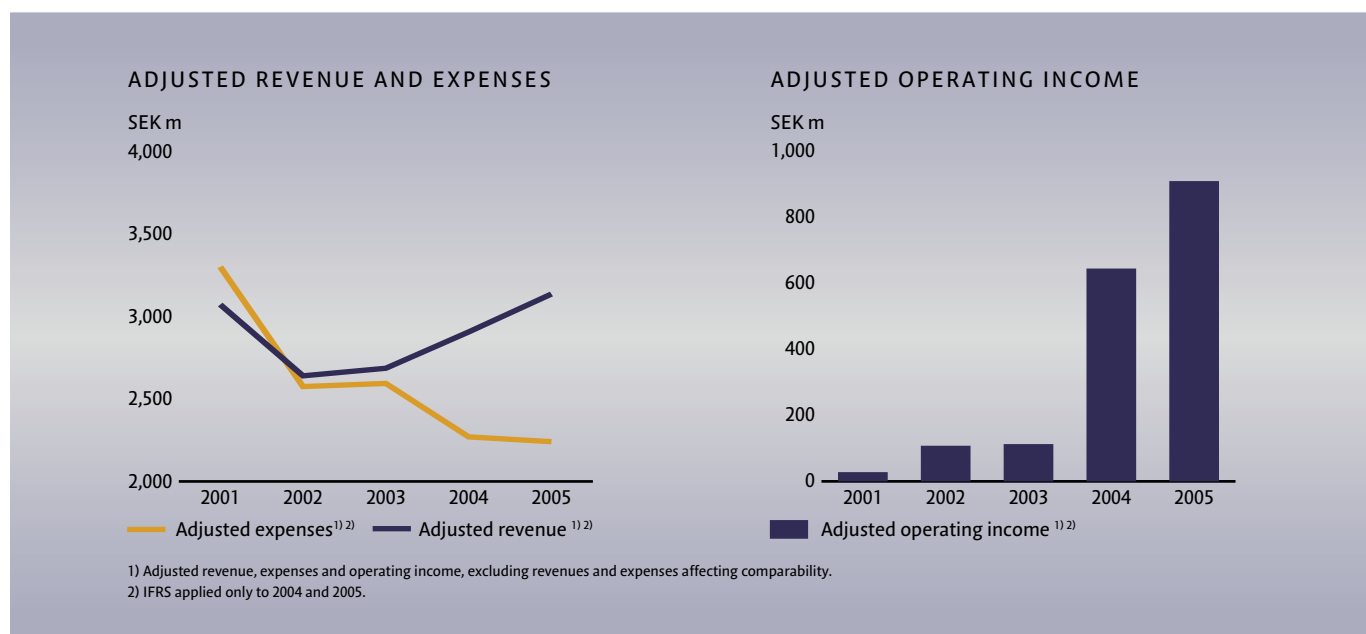
In OMX's technology operations, efforts continued with the strategic focus on the marketplace segment and efficiency enhancement programs to raise earnings. The market remained cautious during the year, and total order value for external customers were essentially unchanged at year-end compared with a year earlier. During the year, contracts were signed with, among others, the Thailand Futures Exchange covering the delivery of the CLICK XT trading system and the SECUR clearing sys-

tem; Polish Power Exchange for the delivery of the CONDICO trading system; NOS covering the delivery of SECUR, plus 10 years' support; TLX for the delivery of CLICK XT; and with NYMEX Europe for the delivery of support services. Agreements were also signed with Killik & Co., Abbey Stockbrokers and Kaupthing Bank covering the delivery of back-office services.

Revenues, expenses and earnings

OMX's total revenues rose to SEK 3,136 m (3,106) in 2005. The Group's adjusted revenues increased 8 percent from the preceding year (2004 included SEK 200 m in revenues affecting comparability). The revenue rise was attributable to higher revenues in OMX Exchanges, a result of higher trading activity as well as the inclusion of the Copenhagen Stock Exchange as of January 1, 2005. At the same time, APK – the Finnish securities depository – was not included in the Group as of December 1, 2004. The fall in revenues in the OMX Technology division is due primarily to the phase-out and sale of operations.

Total expenses for the group fell to SEK 2,241 m (2,499) during the year. Adjusted expenses remained largely unchanged from the preceding year (2004 included expenses totaling SEK 229 m that affected comparability). Total expenses for 2005 included integration expenses of SEK 44 m (0) relating to the merger between OMX and



the Copenhagen Stock Exchange. Some cost synergies from the merger arose at year-end.

Operating income increased to SEK 910 m (616) in 2005 and adjusted operating income rose 41 percent compared with the preceding year. Operating income before depreciation totaled SEK 1,136 m (859). Financial items amounted to an expense of SEK 64 m (expense: 48). Income after financial items was SEK 846 m (568). Income after tax was SEK 543 m (383) and earnings per share amounted to SEK 4.65 (3.31), equivalent to an increase of 40 percent compared with the preceding year.

Financial position

At year-end, OMX's balance sheet totaled SEK 10,612 m compared with SEK 6,620 m a year earlier. The increase is primarily due to reporting of the market value of derivative positions in OMX Exchanges and the acquisition of the Copenhagen Stock Exchange.

Shareholders' equity amounted to SEK 4,749 m (3,835), while the equity/assets ratio, excluding the market value of outstanding derivatives positions, was 57 percent (58). At the end of the period, OMX had interest-bearing net debt of SEK 573 m (negative: 155), an increase compared with the previous year, due mainly to increased borrowing in conjunction with the acquisition of the Copenhagen Stock Exchange.

Dividend and dividend policy

For 2005, the Board of Directors has proposed a dividend in the total amount of SEK 6.50 per share, comprising an ordinary dividend of SEK 3.00 and an extra dividend of SEK 3.50 per share.

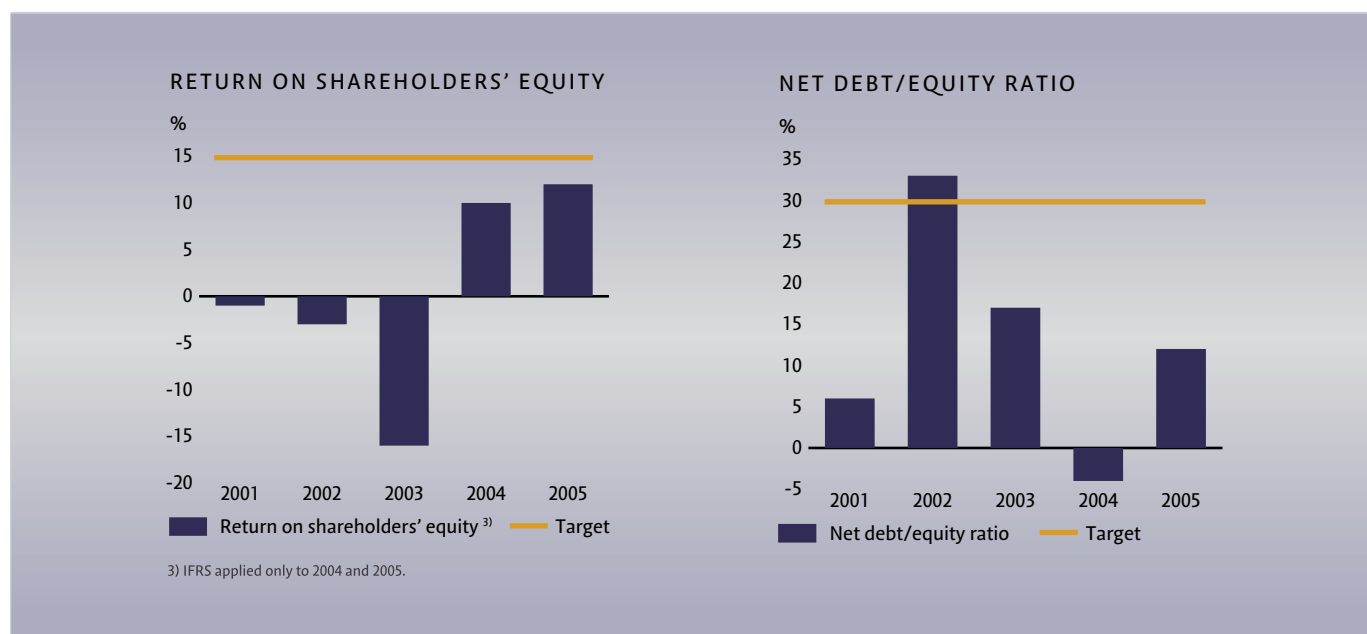
The Board's ambition is that the amount of OMX's ordinary dividend shall, in the future, grow in pace with the company's earnings per share, taking OMX's long-term capital requirements into account.

Financial objectives and their fulfillment

The primary objective for OMX is to create long-term value for shareholders by creating value and benefit for customers, employees and other stakeholders. OMX seeks to create profitable growth with a return that exceeds the market return requirement. To reach this goal in the medium term, the following financial targets have been set as guidelines for OMX:

- The return on shareholders' equity is to be at least 15 percent.
- The net debt/equity ratio must not exceed 30 percent.

For 2005, OMX's return on shareholders' equity was 12 percent, meaning that OMX did not meet its target during the year. OMX's net debt/equity ratio was 12 percent at year-end.



Chairman's comments

Prompt decisions, clear objectives and a focus on efficiency allowed us to diverge from the highly traditional exchange mindset.

2005 showed a definite improvement in operating income, with earnings reaching an all-time high for the company. The rather ambitious programs for cost savings and business focus, combined with successful consolidation in the Nordic and Baltic markets, laid the foundation for this improvement. We have also seen more favorable conditions on the exchanges with substantially increased volumes in both equity and derivatives trading. Magnus Böcker describes this under "CEO's comments", and a more detailed description of events during the year is found in the "Board of Directors' report" on page 44.

This year, my comments covers what, in my opinion, makes OMX a globally unique company.

When I founded OMX in 1984 and the company commenced trading the following year, we were the world's first privately owned, profit-driven, electronic exchange. Those three concepts – **privately owned**, **profit-driven** and **electronic** were the recipe for success. We did not appreciate the strength of these concepts at the time – we were, of course, heavily criticized for our working methods, both in and outside Sweden.

However, it soon became apparent that by being **privately owned** and **profit-driven** OMX had advantages in competition with traditional member-owned exchanges. Prompt decisions, clear and tangible objectives, as well as a focus on efficiency allowed us to diverge from the highly traditional exchange mindset. When trade barriers disappeared and exchange monopolies were abandoned in an increasing number of countries, it was evident that not only could OMX adapt its operations much faster to sweeping changes seen in the final two decades of the 1900s – we were actually the pathfinders.

This is demonstrated by the fact that, as the sole European, I was inducted into the Futures Hall of Fame of the US Futures Industry Association in 2005 in recognition of the major influence that OMX has had on the approach to organizing and operating financial and capital marketplaces worldwide. The entire company shares this honor.

Electronic was the third key concept. Technology was a strategic part of the business from the beginning. Prior to this,



computers and information technology were viewed mainly as a helping tool for modern enterprise. Technology became part of our life force. It was a prerequisite for our existence. Being privately owned and profit-driven, we simply could not afford floor trading, an outmoded form of trading that remains the hallmark of some of the world's largest exchanges. And since there weren't any electronic trading and clearing systems available to buy, we were quite simply compelled to develop our own system.

Consequently, technology became part of our business when a number of foreign stakeholders showed their interest

and OM International was established in 1987 to sell our systems. Marketplace know-how and technological expertise were developed in symbiosis and strengthened each other. Despite our size, we were successful against the major international systems companies which sold conventional systems development “per hour.”

Since we operated marketplaces ourselves, we had real insight into the conditions and requirements of exchanges. We lived with the same daily problems and opportunities as our customers. This was to prove extremely confidence building. Since then the combination of marketplace know-how and technological expertise has been the source of OMX’s unique strength. Technology has been the main force underlying major changes in the entire exchange industry and OMX has led the way through these changes. Without our own marketplace operations, we would never have reached this position.

Given the development of our technology operations towards a world-leading niche company, and the consolidation of our exchanges in the Nordic and Baltic regions, the question frequently arises as to whether it is time to view these operations as two completely separate units. This issue is continually analyzed and assessed by OMX’s Board and executive management. In this analysis, we must obviously adopt a position on how the market values both the individual parts and the whole. It also holds that each business unit meet our profitability requirement. The Board’s task is to create the best conditions for the company and its shareholders in both the short and long-term – a short-term gain must not be made at the cost of long-term value creation.

For my part, I can state that the values currently represented by OMX, and which have developed very favorably over the last five years, would not have been possible to achieve without our unique combination. The mergers with the Helsinki Stock Exchange and Copenhagen Stock Exchange were possible only because we were able to offer the combination of marketplace expertise and world-leading transaction technology. All of our exchanges offer their customers the market’s most advanced

system platforms, thanks largely to an ability to share sizeable and steadily expanding systems development costs that the exchanges would hardly have been capable of coping with individually.

It is satisfying to note that we are today more frequently viewed as a strategic adviser and partner than as a pure technology supplier. We have been involved in the creation of effective marketplaces in the most diverse environments worldwide. It is a unique strength that our customers would have difficulty finding anywhere else.

In the future, we will see substantial changes and continued consolidation among exchanges worldwide, notably in Europe. The aim of OMX is to continue playing an active role in these restructuring activities. We have successfully consolidated our presence in the Nordic and Baltic regions, thereby advancing our position. Although we had a good year, our goals for the future are even more ambitious.

Stockholm, February 2006



Olof Stenhammar
Chairman of the Board

CEO's comments

We are now seeing the result of our determined efforts in positioning and cost control.

The past year was eventful and positive for OMX, strengthening our position as the leading expert in the securities exchange industry worldwide. This achievement was due in part to our successful efforts in creating the Nordic Exchange, as well as a concentration of our global technology offering for exchange systems and other marketplaces.

The year was marked by increased profitability, buoyant exchange activity and a continued strategic focus. I am very pleased to state that we attained operating income of SEK 910 m, an all-time record for the company, and 48 percent higher than in the preceding year. Our total revenues rose to SEK 3,136 m, up 8 percent from the preceding year, adjusted for revenue affecting comparability in 2004. Total expenses declined slightly, despite higher market and sales activities as well as costs in connection with the integration of the Copenhagen Stock Exchange.

The favorable results are partly due to higher revenues in the exchanges, and partly due to the fact that our technology operations are now reporting profit following several years of losses. We have boosted organizational efficiency and enhanced business processes, and we are now seeing the result of our tough and determined efforts in positioning and cost control.

The year got off to a flying start with the merger with the Copenhagen Stock Exchange. The integration work proceeded favorably and already at year-end provided results in the form of cost synergies. Over a period of two years, we have successfully integrated the exchanges in Helsinki, Copenhagen, Tallinn, Riga and Vilnius. I would like to think that we are currently the world leader in integrating exchanges and harmonizing market structures. In these efforts, our system solutions and system operations are key tools.

During 2005, there was in-depth media coverage of European exchanges, with discussions concerning harmonization, cooperation and, of course, potential consolidation through acquisitions and mergers. OMX has a key role in these talks and can be expected to have an active role in continuing discussions. I am



convinced that a re-drawing of the European exchange map will strengthen our position, both as an owner of the most efficient exchange in Europe and as the leading supplier of exchange systems and services.

On the Nordic front, we took significant strides in 2005 in moving toward our vision of a common, integrated Nordic exchange. In October, we harmonized the name structure for indexes throughout the region. Also, we adopted a common international standard for the industry categorization of securities. Immediately after year-end, in January 2006, joint Nordic exchange membership was introduced, permitting members to conduct transactions on three Nordic exchanges using the same membership. We also introduced First North, a Nordic exchange aimed at small companies that are not yet ready for a conventional exchange listing. This alternative marketplace facilitates capital procurement for small companies.

The next major step in Nordic integration will be in October 2006 when we launch the Nordic exchange list, a single list covering OMX's exchanges in Stockholm, Helsinki and Copenhagen. This will offer higher visibility for Nordic companies internationally and facilitate comparison. We feel this benefits our listed companies regardless of whether they are large or small. For investors, the list means that there are more investment alternatives to select from, which is key to creating greater visibility and reducing cross-border trading costs, all of which result in higher liquidity and trading volumes. This strengthens the region's competitiveness.

In our exchange business, the year was highly positive as regards price trends and trading activity in equities and derivatives alike. Trading volumes – a key factor for us – rose steadily during the year, a trend that continued into January 2006 with several turnover records. The flow of new members and stock exchange listings was also favorable during the year. Looking ahead we hope more companies appreciate the advantages of an exchange listing.

Not only do we operate the Nordic Exchange, we are also the world's leading provider of exchange systems and system services. As part of the strategic focus on marketplace technology, we commenced restructuring during 2005 of the OMX operations that previously constituted the Banks & Brokers business area. The greater part of these efforts involves the cooperation with TietoEnator around solutions and services for banks and brokerage houses in northern Europe as well as the cooperation with Orc Software on the joint development of front-office products. Also, during the year, we sold the Banks & Brokers operations in Australia and reversed the negative earnings trend in the small-scale Banks & Brokers operations remaining in OMX. Via the acquisition of Computershare Markets Technology, finalized in early 2006, we further sharpened our focus on systems and services for the world's marketplaces. We now have more than 60 exchanges worldwide as customers.

This restructuring and sharpened focus will raise profitability in our technology offering. We are now better positioned than we have

been for a long time to regain the growth that previously characterized our technology operations. We see positive signs of higher investments among current and potential customers. In addition, our operational focus is opening up new resources to strengthen our sales efforts.

The major trends for OMX include tougher competition and consolidation among marketplaces and market participants. These trends imply a greater need for integrated systems to handle larger volumes and complex transactions. The strength of our offering is confirmed by the contracts signed by our technology operations with, for example, the Polish Power Exchange, Wiener Börse, Thailand Futures Exchange, Oslo Børs, TLX in Italy, NYMEX Europe, Killik & Co., Abbey Stockbrokers and Kaupthing Bank.

We aim to take better advantage of our position as the leading expert in the exchange industry via the new organization introduced in January 2006. In the period ahead, we will work even more as one single OMX, organized around three complementary business areas, each with distinct business goals. In the Nordic Marketplaces business area, our vision is to create the common Nordic Exchange. In the Market Technology business area, we will be the world's foremost technology provider for exchanges, and in Information Services & New Markets we plan to strengthen our focus on the distribution and processing of information, as well as on new markets such as our Baltic exchanges.

At OMX, we are of course proud to present last year's positive results. The restructuring programs that we have undergone in recent years have produced results, and it is evident that we are on the right track. However, these efforts have often been difficult and challenging, and I would like to thank all employees who made the transition possible.

Despite our success, we have not attained our financial target of over 15 percent return on shareholder equity. There is still a good deal to achieve in terms of efficiency, profitability and sales growth for OMX. My ambition is to be able to deliver continually rising earnings during the years ahead.

Stockholm, February 2006



Magnus Böcker
President and CEO

OMX and global market trends

A number of key external factors drive an increasing need for more efficient securities transactions.

A number of interacting global market trends constitute the driving forces for OMX. What these driving forces have in common is that they are all increasing the demand for more efficient securities transactions – this is what OMX helps its customers achieve.

Growth – both in volume and complexity

The world's securities markets continue to grow. In Europe, for example, equities trading, in terms of the number of transactions, has risen by an average of 20 percent annually for the past ten years. In the Nordic region, the equivalent growth has been 21 percent annually. There are several reasons for the high level of growth. One factor is demand from investors for increasingly sophisticated investment instruments and strategies. Among other effects, this demand drives the development of increased automated trading, generating ever larger volumes, while making it necessary to be able to handle new types of products and modern trading methods. In turn, this creates a demand for increasingly efficient systems and processes to manage transactions with the capacity to handle large numbers of orders, inquiries and settlements. It is estimated that fully 30 percent of the value of all trading in the US in 2005 was generated by automated trading and the forecast for 2006 is 40 percent.

Another factor driving growth is demographic development characterized by an increasingly aging population, often with insufficient reserved funds to cover future pensions. This has also contributed to increasing requirements for more stable returns through more active investment management, rather than passive, traditional fund management with required returns relative to different indexes. This trend is largely driven by "hedge funds," but also by more conventional funds that are introducing increasingly active investment strategies. According to certain analysts, today's hedge funds are on average five times as active as traditional funds.

Increased volumes and the rapid spread of more sophisticated trading methods are generating major demand for more efficient handling of securities transactions.

Deregulation and re-regulation creating opportunities and threats

Securities markets are subject to high regulatory activity, both through legislation and self-regulation. As internationalization increases, more and more initiatives in this area are becoming cross-border and common, not least within the framework of the EU. In 1999, the EU adopted a plan of action for financial services in order to develop a common competitive internal market for financial services. Most of the measures included in the plan have already been adopted. For example, new directives have been passed for financial reporting (IAS/

IFRS), market abuse and information disclosure for listed companies. One of the most important directives from the EU is the Markets in Financial Instruments Directive (MiFID), which is expected to come into force in November 2007. This directive will place extensive demands on securities institutions active within the EU, for example regarding the obligation to report completed securities transactions to the respective supervisory authorities. MiFID is also intended to create competitive neutrality between various trading forms, as well as to secure efficient and transparent securities trading.

One example of self-regulation involves the emergence of rules for corporate governance following the corporate scandals at the beginning of the decade. In principle, all European countries now have corporate governance regulations, although there are not yet any common European regulations. In the Nordic region, however, 90 percent of regulations are harmonized. The Finnish Code of Corporate Governance was incorporated by the Helsinki Stock Exchange in its rules and regulations in 2004 and the Stockholm Stock Exchange incorporated the new Swedish code into its rules and regulations during 2005. The Danish code is incorporated into the rules and regulations of the Copenhagen Stock Exchange effective January 1, 2006.

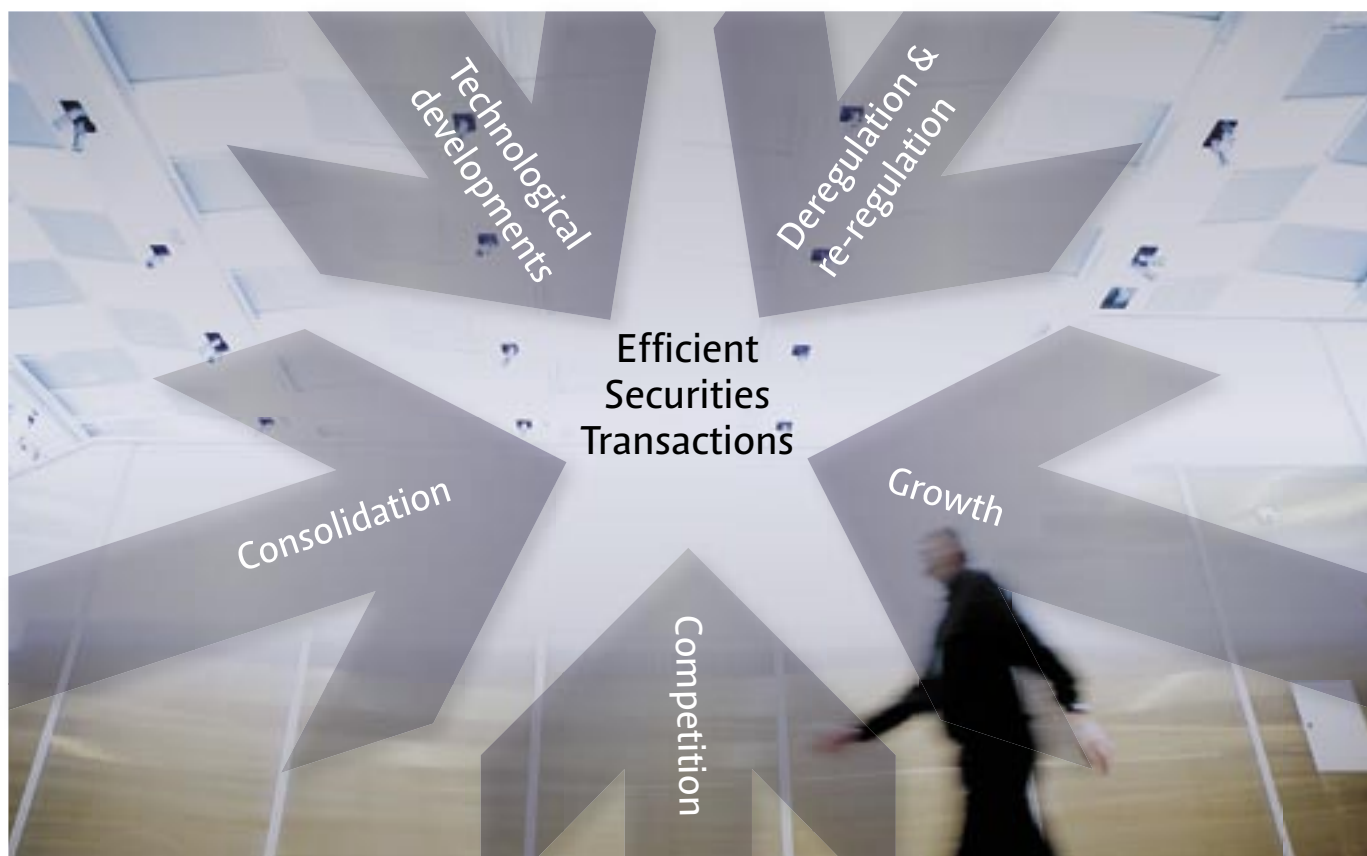
Combined, many of these changes involve new challenges as well as increased competition across both industry and national borders, which leads in turn to an increased demand for market structures and systems that facilitate more efficient securities transactions.

Increasing competition between market participants and between marketplaces

Increasingly large common and borderless markets, the harmonization of regulations and more efficient information technology are intensifying competition between marketplaces as well as between market participants. Tougher price competition is leading to efforts to lower production costs. This involves particularly great challenges for small to medium-sized participants that find it harder to remain competitive if they are not on the leading edge when it comes to cost efficiency. But even if harmonization and borderless electronic trading have reduced the barriers of entry in many markets, other important national regulations and legislation remain in place that slow integration and competition. In particular, there is a lack of competition in the latter part of the transaction chain, for example regarding clearing and settlement in the equity market.

Harmonization efforts under way within the EU will have a major impact on the future financial infrastructure and competitive situation. An effect of this is that marketplace offerings will grow more segmented and additional alternative markets will emerge.

Greater competition in the securities markets is increasing



demand for lower transaction costs, which drives a demand for more efficient marketplaces and new systems and processes to achieve greater efficiency at lower cost.

Privatization, listing and consolidation

For several years, an extensive and rapid process of consolidation has been under way among both participants and marketplaces in the world's securities markets. Competition and the continued privatization of marketplaces results in higher demand on profitability and value growth. Consolidation is being driven by the quest to increase economies of scale and reduce costs, especially among companies that have a relatively large share of fixed costs, which can be reduced and distributed over a greater number of transactions. Examples of such companies are exchanges and other marketplaces. The most important tools in the realization of cost and revenue synergies from mergers and acquisitions in the securities markets entail the introduction of more efficient and scalable system platforms and shared systems operation.

This consolidation characterizes both OMX and its customers. There are fewer yet bigger participants, with growing requirements to handle increasingly complex transactions and greater volumes. A necessary precondition for this development is the ongoing privatization of exchanges that have traditionally been member-owned organizations. OMX joined this trend at an early stage and has been at the forefront. In 1987, OMX was the first exchange to be listed, while today, more than 20 exchanges and other marketplaces around the world are listed. With regards to consolidation, OMX has also assumed an active role and has been a driving force in Europe. In 1998, OMX acquired the

Stockholm Stock Exchange and in 2003-2004 the process of Nordic integration continued with the mergers with the Helsinki Stock Exchange and Copenhagen Stock Exchange. Without efficient transaction technology and harmonized system platforms, this integration would not have been possible.

Technology development as a driving force

New technology represents both opportunities and challenges in the securities markets with its electronically transferable goods. The introduction of new technology supports new trading patterns and contributes to new growth, which in turn is creating the need for more efficient technology.

Volume growth in securities trading and increased complexity require that technology is able to cope with large amounts of data and more complex transactions. The development of technology is removing boundaries and creating favorable conditions for business development as well as increased competitiveness. To meet this increased competition, more efficient systems and operating environments are required in order to keep transaction costs down. Merging companies and replacing the development of proprietary systems with turnkey standardized systems, as well as outsourcing in-house operations management, are the main tools for this. At the same time, cross-border technology and markets that are becoming more international are placing tougher demands on legislators and public authorities to adapt rules and regulations.

Technology development is both a driving force behind – and at the same time a result of – an increased need for more efficient securities transactions.

Vision and business model

OMX's business model is based on three cornerstones: its own marketplaces, in-house development of technology and a global customer base.

OMX is a leading company in the global exchange industry. OMX's business model is based on creating competitive advantage and building business from the network and experience that derive from ownership and operation of exchanges combined with the development of technology and system operations for a global customer base.

Smoothly functioning securities markets are important to the growth of countries and regions. The infrastructure that supports securities transactions is exposed to the constant pressure of change. The more efficient the transaction chain among exchanges, clearing organizations, securities depositories and bank and brokerages, the greater the potential for more active trading in a region. The more active the trading, the easier it is to distribute risk and for businesses to find the capital required for investment and growth.

Vision

OMX's vision is to be regarded as the world's leading partner for more efficient securities transactions.

Business concept and business model

OMX's overriding business model is based on three cornerstones:

PROPRIETARY MARKETPLACES

Owning and operating exchanges in the Nordic/Baltic region is a key asset to OMX. Effective operation and integration over national borders creates the necessary scale for regional competitiveness. Proprietary exchanges give OMX in-depth know-how regarding exchange operations and are crucial reference markets for the devel-

opment and sale of systems worldwide. Experience and knowledge from OMX's proprietary exchanges and market solutions are frequently sought after in the global exchange industry.

TECHNOLOGY FOR MARKETPLACES

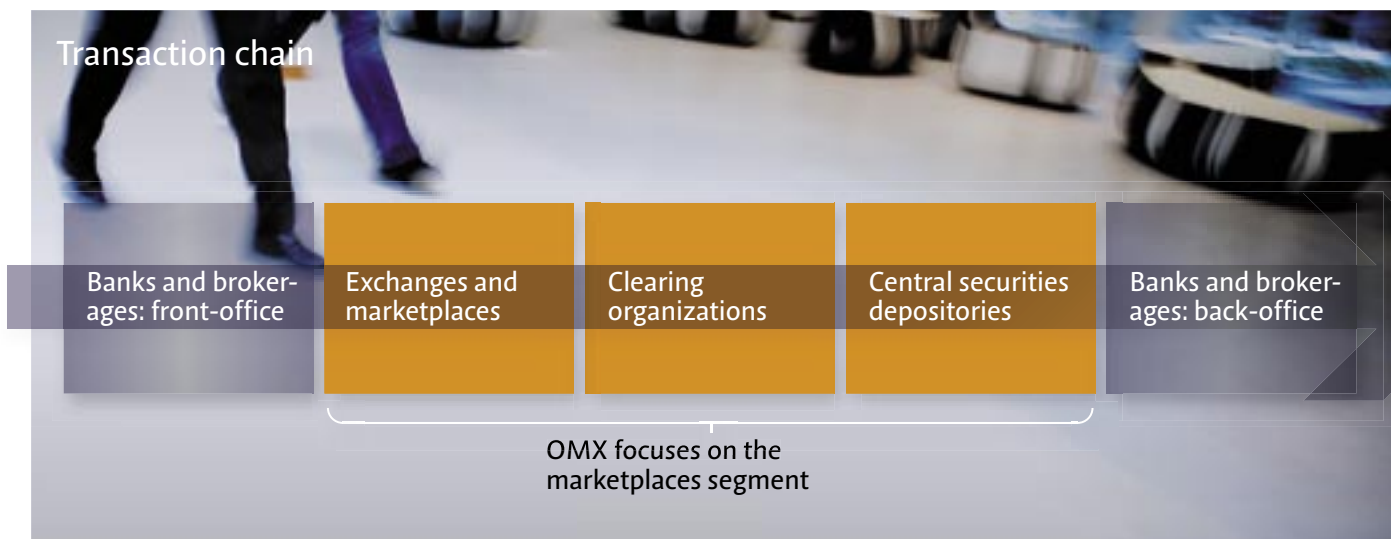
The potential of technology can define the competitiveness of securities exchanges. Effective technology is a key asset in a modern exchange, systems and systems operations frequently account for the largest portion of its cost base. OMX leads the world in developing, delivering, maintaining and operating technology and solutions for exchanges and other central operators in the securities markets.

GLOBAL CUSTOMER BASE

OMX's customers are leading financial institutions and operators of central infrastructure for financial transactions worldwide. These demanding customers make up the third cornerstone of OMX's business model, and provide international insight and perspective as well as the magnitude required for OMX to develop and maintain a leading market position.

Strategy

OMX offers effective solutions that span the transaction chain. OMX's development resources are focused on its own marketplaces as well as other operators of financial infrastructure – exchanges, clearing organizations and central securities depositories – while systems solutions for market participants, such as banks and brokerages, are offered in cooperation with partners.





OMX'S PROPRIETARY MARKETPLACES

In cooperation with the market, OMX is creating an integrated Nordic and Baltic securities marketplace that can meet the requirements for efficient local markets, while simultaneously being perceived externally as a single market. Integration entails a common technical platform and common regulations for the exchanges in the region, as well as the development of a common platform for the Nordic and Baltic central securities depositories. Since, following its merger with the Copenhagen Stock Exchange, OMX offers access to about 80 percent of the Nordic and Baltic securities market, it has a major responsibility to the issuers, exchange members and investors in these markets. OMX also supports plans for a pan-Nordic organization for Central Counterparty (CCP) for equities, bonds and derivatives products. The strategy is aimed at strengthening the attractiveness of the Nordic region through lower total transaction costs, fewer systems and higher liquidity.

OMX is careful in ensuring that its role as a marketplace operator in the Nordic Baltic region does not conflict with its role as a systems provider in other markets.

OMX'S TECHNOLOGY SOLUTIONS AND SYSTEM SERVICES

OMX offers systems solutions and related support for exchanges, clearing organizations and central securities depositories worldwide, as well as for the day-to-day operation of applications, computers and networks. This requires extremely high levels of reliability and security, a specialty expertise that is not normally available among conventional suppliers of IT systems. OMX is the world's leading provider of outsourcing services for exchanges.

There is also a considerable need to automate transactions flows among banks and brokerages. This has intensified recently in the form of new control and capital adequacy requirements. In this segment, OMX offers solutions in cooperation with partners.

Because of its expert status in the exchange industry, demand is also rising for OMX's advisory services, frequently at the unique point where our proprietary exchange experience converges with the development of leading technology for exchanges worldwide. Analysis and advisory services on efficiency, as well as operational security and support in the creation of regional marketplaces, are a few examples of what OMX offers.

OMX's operations

At the beginning of 2006, OMX implemented a new organization with three business areas – Nordic Marketplaces, Information Services & New Markets and Market Technology – replacing the former divisions OMX Exchanges and OMX Technology. The purpose of the new structure is to create the best possible conditions for meeting customers' current and future needs and facilitate the realization of the company's vision. The new organization should enable OMX to:

- Provide improved support for the integration of the Nordic market
- Further raise the level of service
- Increase focus on generating growth
- Achieve closer proximity to customers
- Strengthen the global technology offering.

Nordic Marketplaces – improved support for the integration of the Nordic market

A refined unit for the operation of the Nordic marketplaces facilitates the creation of a Nordic exchange. Within Nordic Marketplaces, a comprehensive new pan-Nordic service function for all listed companies is being established. A stronger service function for markets of a similar character can improve the efficiency of services and facilitate continued integration, while new company services can be developed more easily.

Information Services & New Markets – increased focus on generating growth

OMX's new business area increases the possibility to appropriate and focus resources for continued expansion. By separating information services from the Nordic exchanges, it is expected that operations will more rapidly and easily be able to take advantage of different business opportunities within the Nordic Exchange. The new business area will also increase opportunities for development of the Baltic marketplace with its specific market requirements and rate of change. The business area should identify business opportunities that provide a high level of growth in terms of products, services and geographic markets.

Market Technology – a global business

The Market Technology business area is based on the former OMX Technology division, which has undergone major changes over the past two years. Operations have been streamlined for a strategic focus on the marketplace segment (exchanges, clearing organizations and central securities depositories), and large-scale cost savings have been implemented. Technology operations encompass a global market. The combination of a worldwide customer base and the experience of owning and operating its own exchanges gives OMX a unique insight into the needs of the market.



Nordic Marketplaces

The Nordic Marketplaces business area forms the core in the creation of an integrated Nordic exchange.

The Nordic Exchange is a natural step in the development of the Nordic capital markets and their economies. The ambition is to strengthen the competitiveness of the Nordic region through the integration of national exchange operations. A joint exchange list with a uniform method of presentation will increase international exposure of Nordic equities, boosting liquidity and making the market more attractive. The objective is to make the choice to invest across national borders an obvious one and for more investors to view the entire Nordic region as their natural home market.

The creation of a Nordic exchange

In a broader perspective, the Nordic capital markets are medium-sized and exposed to increasing international competition. At the same time, the Nordic region is already viewed by many investors as a cohesive geographic market. Through the integration of the different national exchange operations, OMX's ambition is to strengthen the competitiveness of the Nordic region. During 2005, several important steps were taken in the creation of a Nordic exchange:

- The Copenhagen Stock Exchange became part of OMX.
- The Nordic Exchange list was presented.
- The Vilnius Exchange was connected to the common Nordic trading system, meaning that all Nordic and Baltic exchanges now use the same system.
- The Stockholm Stock Exchange introduced the Swedish Code of Corporate Governance for listed companies. The Helsinki exchange already had a code of this kind in place and the Copenhagen exchange introduced the Danish Code of Corporate Governance effective January 1, 2006.
- A common international standard for industry classification, Global Industry Classification Standard (GICS), was introduced on all OMX exchanges.
- Harmonized index names were introduced on all OMX exchanges.

- OMX launched a concept for an alternative marketplace in the Nordic region, First North. As the first step, First North was introduced in Denmark.

Important steps to be taken in 2006 include:

- Introduction of Nordic exchange membership.
- Launch of the Nordic exchange list.
- Introduction of harmonized listing requirements.
- Further development of information products and services.

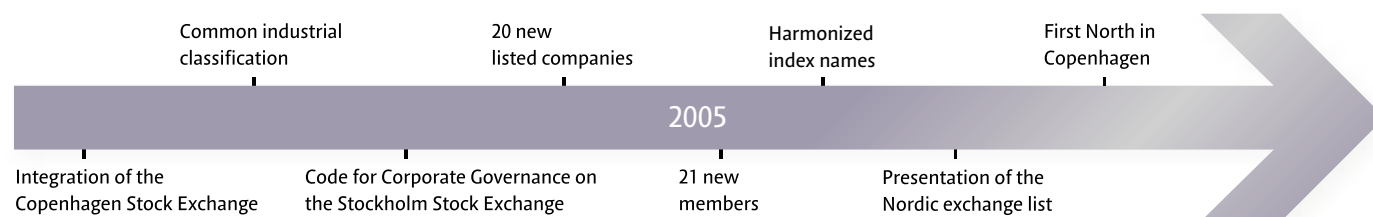
OMX's ambition with the new exchange list is to make it simpler for investors to compare listed companies and choose among a wider selection of investment alternatives. This will contribute to making the Nordic region more attractive to investors. An increased number of participants will result in higher market activity generating, in turn, more efficient pricing and increased liquidity.

In the longer term, the Nordic Exchange will also encompass the harmonization of other related areas, such as rules regarding the dissemination of information to the market by listed companies and listing procedures. These changes will be implemented in close collaboration with OMX's customers, who will continue to have access to services adapted to the local national markets.

To achieve an integrated Nordic market, it is important that all processes surrounding securities trading be integrated. There is already a high degree of integration in the exchange trading. Using technology from OMX, exchange trading is conducted through common systems that provide participants an efficient connection. Technically, all OMX exchange members can access all of OMX's markets through a single point. Members of the Oslo and Iceland exchanges are also included, since they use OMX's trading system.

In addition to exchange trading, the infrastructure for clearing and settlement also needs further integration. The introduction of a pan-Nordic organization for clearing through a central counterparty (CCP) would enhance the efficiency of the market. With a CCP acting as guarantor for the completion of the transaction participants are able to limit

Significant events during 2005



their counterparty risk. The major European capital markets have clearing through CCPs. Today, OMX acts as central counterparty for the derivatives market in the Nordic region, and seeks to strengthen the competitiveness of the region by creating the conditions necessary for the establishment of a Nordic CCP for the equity market.

In Sweden and Finland, the delivery, registration and custody of securities on behalf of owners takes place at the Nordic Central Securities Depository (NCSD), in which OMX has a 20 percent holding. In Denmark, securities transactions are registered by VP and in Norway by VPS. In this area, OMX also actively supports the establishment of an integrated pan-Nordic organization with a common system and regulations for the handling of securities.

The Nordic offering

In the Nordic Marketplaces business area, OMX owns and operates the Nordic Exchange in Helsinki, Copenhagen and Stockholm. OMX's exchanges offer customers services in trading, clearing, listing and information, as well as related services regarding securities in the form of equities, derivatives and interest-related products.

Through OMX's exchanges, investors and investment managers have access to approximately 80 percent of the Nordic securities markets. The members of the exchanges and investors are offered a

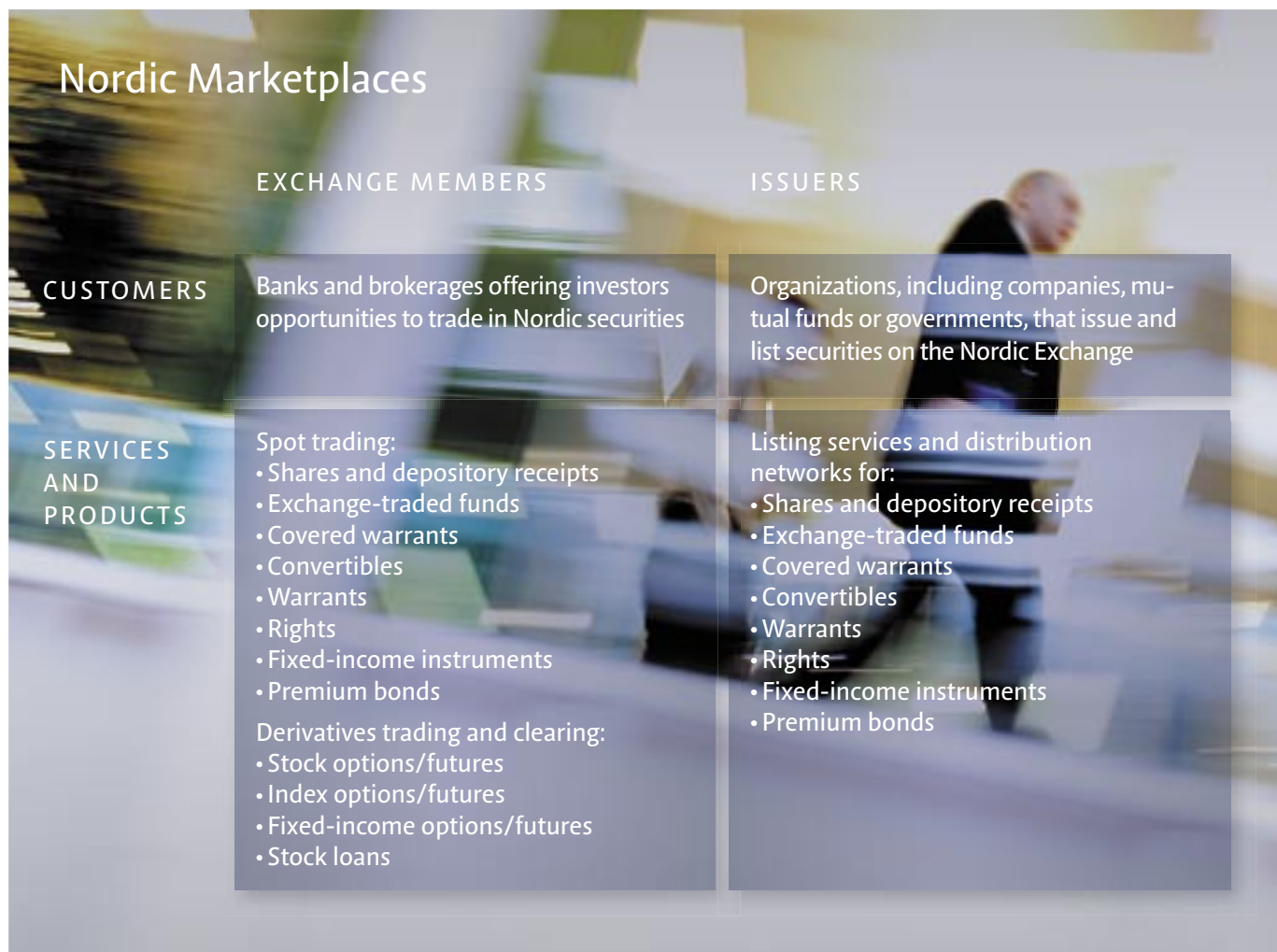
wide selection of investment opportunities and risk management options. OMX's exchange operations provide effective access to the Nordic market through a common trading system with harmonized trading rules and practices, as well as competitive fees. Listed companies and other issuers are offered listing in a marketplace that provides an effective means of raising capital and market valuation, a high level of trading activity and favorable liquidity.

Exchange members

OMX'S OFFERING

Exchange members, predominantly banks and brokers, are an important customer group for Nordic Marketplaces. Through the exchanges, they are offered organized securities trading. Trading is conducted on behalf of the members' customers – investors and investment managers – but also on the members' own behalf. The Nordic Exchange operations offer trading in Nordic securities such as equities, warrants, fund units, exchange-traded funds, bonds and other interest-related products.

OMX's offering also comprises trading and clearing of derivatives in the form of Swedish, Finnish, Danish and Norwegian stock options, index options, interest derivatives as well as equity and index futures. Through the clearing service, OMX enables an efficient derivatives



market where participants are able to limit their counterparty risk. This service is made available by OMX acting as the central counterparty in each derivatives transaction and guaranteeing the completion of the transaction.

Following the completion of a securities transaction, the transaction is settled with the exchange of the securities and funds between parties. The transfer of ownership is registered and the securities are stored on the owner's behalf. In Sweden and Finland, this takes place at the NCSD. The ability to assign a securities depository account when the order is placed and transfer the information in real-time makes the NCSD highly cost- and time-efficient. In Denmark, securities transactions are settled and registered by VP.

OMX's largest equities trading customers among exchange members are, in terms of volume, Enskilda Securities, Carnegie, Svenska Handelsbanken, Morgan Stanley, Nordea Bank and Danske Bank. The largest derivatives trading customers are, in terms of volume, Carnegie, Hagströmer & Qviberg, Kaupthing Bank, Nordea Bank, SEB, Svenska Handelsbanken and Swedbank.

MARKET

Trading in equity and derivatives products are growth markets. Over the past ten years, average growth in equity trading turnover on the exchanges included in Nordic Marketplaces has been 20 percent annually. At the same time, the number of equity transactions has risen by an average of 21 percent annually. The corresponding annual turnover growth for derivatives contracts has been 15 percent.

During 2005, 21 members joined, including members who broadened their membership to include additional OMX exchanges. In total, OMX has 102 members within Nordic Marketplaces, of which 53 are members of more than one exchange. The number of members on the Stockholm Stock Exchange rose by nine. The increase in membership was by six members on the Copenhagen Stock Exchange and six on the Helsinki Stock Exchange.

Issuers

OMX'S OFFERING

Another key customer group for OMX is issuers, the collective term

for those customers, primarily listed companies, who issue securities in the form of equities, warrants, fund units, exchange-traded funds, bonds and other interest-related products. For these customers, the offering is the actual listing and the possibility of efficient pricing, among other things.

A majority of the listed companies in Helsinki, Copenhagen and Stockholm have operations that reach beyond their national home markets. The introduction of the Nordic Exchange list in 2006 will entail harmonized listing requirements and a uniform method of presentation for the companies' equities, giving Nordic shares broader international exposure. The objective is to make investing across national borders an obvious choice and for more investors to view the entire Nordic region as their natural home market.

With its exchange members, OMX offers a distribution network through which issuers are able, directly or indirectly, to access investors worldwide. The Stockholm and Helsinki exchanges also offer a system guaranteeing liquidity for companies with a low level of trading. By engaging a liquidity guarantor, often a bank or brokerage, companies can secure a better pricing scenario for their shares. At year-end, 79 companies in Stockholm and 30 in Helsinki had engaged liquidity guarantors. OMX's largest customers among listed companies, in terms of market capitalization, are Nokia, Ericsson, Nordea Bank, TeliaSonera, Volvo, Hennes & Mauritz, A.P Møller – Maersk and Sampo.

MARKET

In the past ten years, the number of companies listed on the exchanges within Nordic Marketplaces has risen by an average of 1 percent annually, while the total market capitalization of all listed companies has grown by an average of 14 percent annually.

During 2005, 20 (14) new companies were listed on the exchanges within Nordic Marketplaces. In total, 585 companies are listed on the exchanges within Nordic Marketplaces, of which the Stockholm Stock Exchange has 272 (277), the Helsinki Stock Exchange 137 (137) and the Copenhagen Stock Exchange 176 (185).

Key cooperation and partnerships

Through cooperation and partnerships, OMX participates actively

LARGEST EXCHANGE MEMBERS, 2005

| Member | Percentage of equity turnover, % |
|--|----------------------------------|
| Enskilda Securities | 7.9 |
| Carnegie | 6.8 |
| Svenska Handelsbanken | 6.0 |
| Morgan Stanley | 5.1 |
| Nordea Bank | 4.6 |
| Danske Bank | 4.6 |
| Fischer Partners | 4.6 |
| Goldman Sachs International | 4.1 |
| Deutsche Bank | 3.5 |
| Kaupthing Bank | 3.4 |
| Total, largest exchange members | 50.6 |
| Others members | 49.4 |
| Total | 100.0 |

MOST-TRADED EQUITIES, 2005

| Daily turnover Company | SEK m | Number of trades |
|------------------------------------|---------------|------------------|
| Nokia | 4 710 | 5 974 |
| Ericsson | 2 937 | 4 388 |
| Nordea Bank | 1 019 | 1 510 |
| TDC | 828 | 1 144 |
| A.P. Møller - Mærsk | 722 | 1 233 |
| Volvo | 695 | 1 486 |
| Hennes & Mauritz | 667 | 1 234 |
| AstraZeneca | 646 | 1 074 |
| TeliaSonera | 641 | 1 547 |
| Atlas Copco | 569 | 1 257 |
| Total, most traded equities | 13 434 | 20 847 |
| Other traded equities | 14 252 | 62 607 |
| Total | 27 686 | 83 454 |

in the development of both the national and international capital markets.

NOREX - OMX is a member of the Nordic exchange alliance NOREX, together with the Oslo Stock Exchange and the Iceland Stock Exchange.

LEC - Linked Exchanges and Clearing is the trading and clearing link for derivatives, established with derivatives exchanges and clearing organizations in London and Oslo.

Eurex - Through the German derivatives exchange, OMX cooperates on trade in the most traded Finnish derivatives contracts as well as in options and futures on OMXH25.

EDX London - OMX is part-owner of the EDX derivatives exchange in London which, via the LEC, offers trading in Nordic equity-related derivatives with local clearing in the UK.

Competition

Exchanges compete for trade and listings. Competition in trade relates mainly to equities and derivatives, but also bonds. Regarding listings, the competition is mainly for new and secondary listings. Exchanges also face competition in the form of trading outside exchanges, called "OTC trading."

In equity trading, OMX's Nordic Exchange is Europe's fifth largest exchange operation in terms of the number of transactions. The seven largest stock exchanges in Europe are the London Stock Exchange, Euronext, Deutsche Börse, Borsa Italiana, OMX Nordic

Exchange, the Spanish Exchanges (BME) and SWX Swiss Exchange. Other major exchanges around the world include the New York Stock Exchange, NASDAQ, Tokyo Stock Exchange and Korea Exchange.

For trading in equity-related derivatives, OMX's exchanges are the third largest derivatives operation in Europe in terms of the number of contracts. In addition to Eurex and Euronext.liffe, which are the two largest equity-related derivative exchanges in Europe, the International Securities Exchange (ISE) and Chicago Board Options Exchange are prominent competitors worldwide.

Revenue model

OMX's revenues in the Nordic Marketplaces business area comprise trading revenues, issuers' fees and other revenues. Trading revenues are made up of revenues from trading and clearing, and consist mainly of fees from equity and derivatives trading. The size of trading fees is a function of both volume and value. Issuers' fees are primarily annual fees paid by each listed company, which are determined by the company's market capitalization.

Market surveillance

Confidence in capital markets is paramount for trading to function properly. This is why it is crucial for exchanges to carry out effective market surveillance.

OMX exchanges' surveillance units in Sweden, Finland and Denmark are independent entities and clearly separated from business

| TRADING STATISTICS 2005 | | | | |
|---|-------------------|-------------|----------|------------|
| Equity trading | | | | |
| | Total | Stockholm | Helsinki | Copenhagen |
| Turnover, SEK bn | 7,004 | 3,763 | 2,073 | 1,167 |
| Daily turnover, SEK m | 27,686 | 14,876 | 8,195 | 4,615 |
| Number of trades per day | 83,454 | 46,470 | 21,264 | 15,720 |
| Market capitalization, SEK bn | 6,898 | 3,507 | 1,917 | 1,474 |
| Turnover rate, % | 115 | 124 | 125 | 94 |
| Index development, % | | +29 | +26 | +37 |
| Number of listed companies | 576 ¹⁾ | 272 | 137 | 176 |
| Number of new listings during the year | 20 | 9 | 5 | 6 |
| Derivatives trading | | | | |
| <i>Equity-related products²⁾</i> | | | | |
| Turnover, number of contracts | 111,457,632 | 111,457,632 | | |
| Turnover, number of contracts per day | 440,544 | 440,544 | | |
| <i>Fixed-income related products³⁾</i> | | | | |
| Turnover, number of contracts | 9,537,088 | 9,537,088 | | |
| Turnover, number of contracts per day | 37,696 | 37,696 | | |
| Warrant trading | | | | |
| Turnover, SEK bn | 13.6 | 7.0 | 6.6 | |
| Daily turnover, SEK 000s | 53,663 | 27,681 | 25,983 | |
| Total number of trades per day | 1,566 | 915 | 652 | |
| Number of members | 148 ⁴⁾ | 84 | 50 | 51 |

1) Excluding companies listed on more than one exchange.

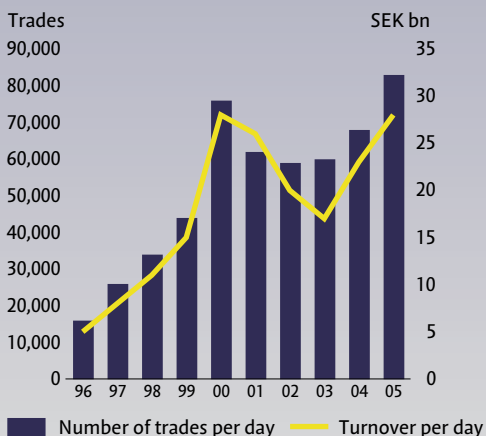
2) Includes trading in Nordic derivatives at EDX London and Finnish equity derivatives traded on Eurex.

3) Stockholm and EDX London.

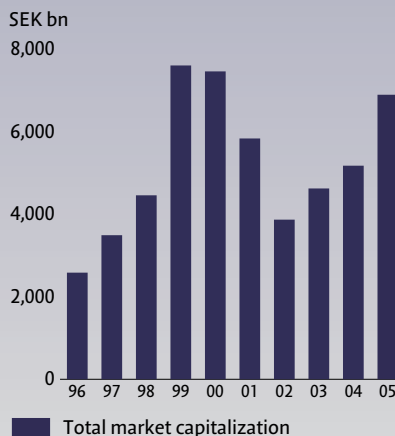
4) Excluding 78 members who are members of more than one exchange.

Nordic Marketplaces

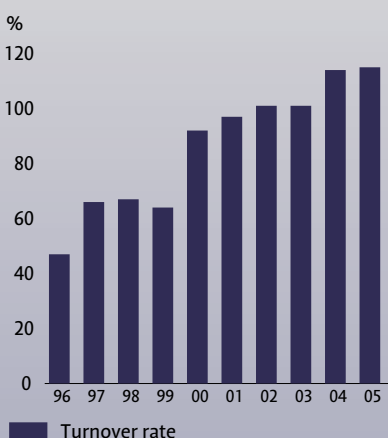
EQUITIES – TURNOVER AND NUMBER OF TRADES PER DAY



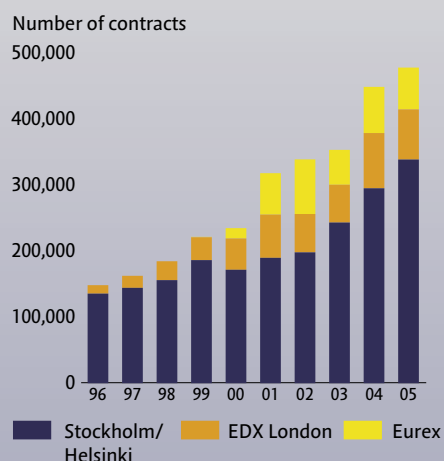
EQUITIES – TOTAL MARKET CAPITALIZATION



EQUITIES - TURNOVER RATE



DERIVATIVES – NUMBER OF CONTRACTS TRADED PER DAY



operations. During 2005, the structure for market surveillance was further developed on the Stockholm and Helsinki Stock Exchanges through the introduction of surveillance committees with a mostly of external members. Surveillance is responsible for the formal listing process as well as for ensuring that listed companies and members follow the exchanges' rules. In Sweden and Finland, decisions to list new companies are made by the listing committees of the exchanges. In Denmark, listing decisions are made by market surveillance, a duty which is delegated by the Board of the Copenhagen Stock Exchange.

If there is suspicion that a listed company or member has acted in breach of exchange regulations, in Sweden and Finland, the matter is dealt with by the disciplinary committee of the respective exchange. In Denmark, decisions regarding the consequences of infractions against exchange rules are made by market surveillance. Trading that is suspected to be unlawful is investigated and reported to the appropriate authorities in each country.

Information Services & New Markets

A platform to more effectively take advantage of future growth opportunities and new markets.

Effective from 2006, Information Services & New Markets forms an independent business area within OMX. The new business area will increase opportunities to free up and focus resources for continued expansion. By separating Information Services & New Markets from the Nordic exchange operations, it is expected that operations will more rapidly and easily be able to take advantage of different business opportunities and participate in cooperation and alliances. The new business area will also increase opportunities for development of the Baltic marketplace with its specific market requirements and rate of change.

The business area should identify business opportunities offering a high level of growth, in terms of products, services and geographic markets. The geographic focus is on the Nordic region, the Baltic States as well as Central and Eastern Europe.

Today, the business area Information Services & New Markets comprises OMX's information operations and Baltic markets.

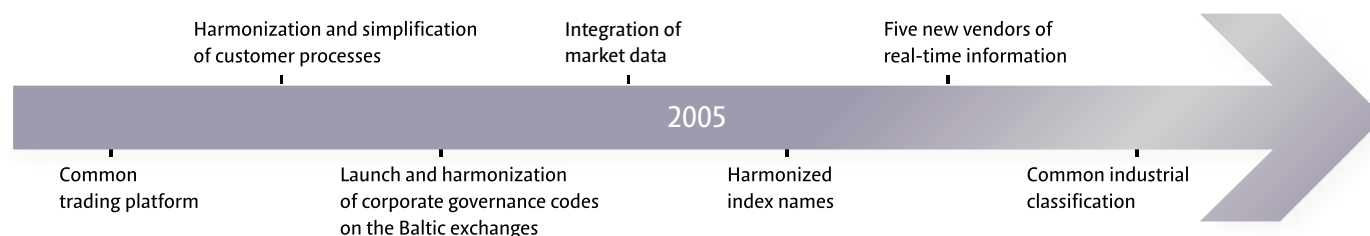
Information Services

PROCESSING OF INFORMATION

An important customer category for OMX's exchanges is information vendors, companies that buy information from OMX's exchanges and then process and disseminate it to investors or other information vendors. A clear ambition for OMX is to focus efforts on information services. Initially, this primarily entails developing the product portfolio to support the vision of a joint Nordic exchange. The process involves both expansion and harmonization through the development of pan-Nordic products and the conversion of existing products to new Nordic product lines. During 2006, efforts will be intensified. The target is to create a completely Nordic offering for all market data for the Nordic Exchange, delivered in the form of Nordic product lines based on three classes of securities: equities, bonds and derivatives instruments. During 2005, the main focus in Information Services was on adapting operations to the integration



Significant events during 2005



and merger of OMX and the Copenhagen Stock Exchange. At the same time, customer management was harmonized. Today, customers are received by a single customer manager rather than several. Reporting by information vendors to OMX can now be conducted in one place using a single system.

OMX'S OFFERING

Information Services entail products and services based on real-time or delayed data generated by trading on OMX's exchanges, or data which is reported by market participants. The offering is targeted at information distributors, categorized as vendors (such as Reuters and Bloomberg) or banks and brokerages, who package the information and sell it on to their customers. OMX has more than 100 information distributors as customers, of whom approximately 60 are vendors and about 40 banks and brokerages.

Within the area of Information Services, OMX offers training in how the market functions for private investors as well as banks and brokerage staff. Courses include obligatory training that exchange members' brokers must undergo to be permitted to trade via the exchange's trading system. During 2005, training was provided for more than 2,800 bank and brokerage employees over slightly more than 370 days of training. In addition, OMX also arranged training at 160 schools for about 3,450 students, while the web-based courses offered by OMX were used by approximately 12,000 people.

MARKET

Parallel with the development of a joint Nordic list for the major listed Nordic companies, interest in extended Nordic information grew during 2005. Interest from information distributors resulted in several new customers, although these customers may not have been new to OMX. In total, OMX gained five customers within this segment. The increasing tendency for Nordic banks and brokerages

to purchase their information directly from the exchange is part of an international trend.

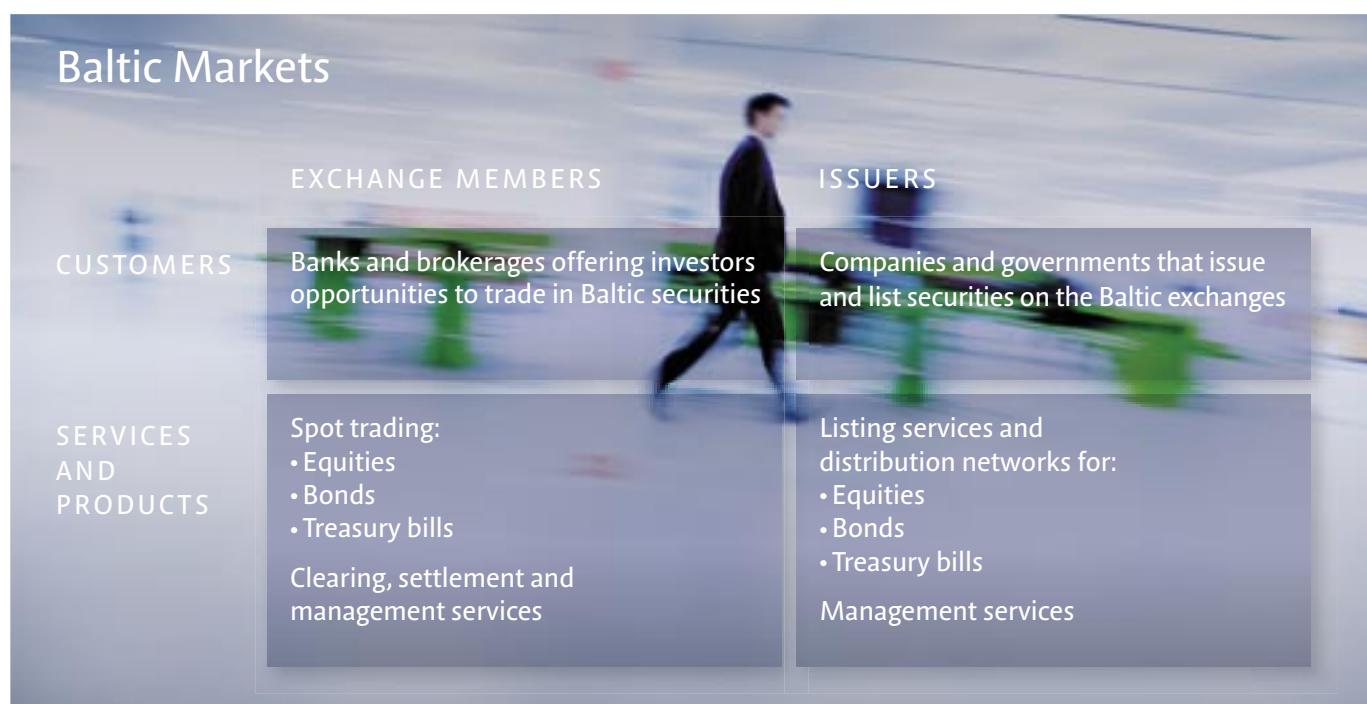
Baltic Markets

INTENSIFIED COORDINATION

OMX's strategy in the Baltic region is to minimize the differences between the three national exchanges and to make these markets a clear and attractive part of OMX's Nordic exchange offering. The purpose is to increase liquidity in these exchanges and generate even better conditions for growth. To succeed with this, it is important that the Baltic markets operates on the same trading system and that regulations and processes are harmonized with OMX's other exchanges. In this way, costs for cross-border trading can be reduced. A joint Baltic marketplace comprises, among other things, simplified membership to all three of the Baltic exchanges, a joint Baltic index, shared presentation of all Baltic listed companies and adaptation to the GICS global classification system that applies for the entire OMX Nordic exchange list.

The new business area will increase opportunities for development of the Baltic marketplace with its specific market requirements and pace of change. The business area should identify business opportunities with a high level of growth in terms of products, services and geographic markets.

The most significant event in the Baltic market during 2005 was the installation of a shared trading platform on the Vilnius Stock Exchange, marking the start of the joint Baltic marketplace. The shared trading platform was developed by OMX's technology operations. The launch means that securities from all eight Nordic and Baltic marketplaces can now be traded within the same system, benefiting OMX's customers. Another major event during the year was the establishment of a clearing link between the Baltic central securities depositories, facilitating cross-border trading.



NEW MARKETS, NEW OPPORTUNITIES

OMX's strategy for New Markets also includes efforts towards in completely new markets for securities, primarily in Central and Eastern Europe. The majority of the existing national exchange markets in the Central and Eastern European region face challenges in the form of consolidation and the need to change ownership and corporate structures of the marketplaces. Based on its experience in owning and operating both national and integrated regional marketplaces, in combination with its world-leading technology, OMX is in a good position to act as a competent and trustworthy partner in the transformation of these exchanges.

OMX'S OFFERING

OMX currently owns the three exchanges in the Baltic region – Tallinn Stock Exchange (Estonia), Riga Stock Exchange (Latvia) and Vilnius Stock Exchange (Lithuania). OMX also owns the central securities depositories in Tallinn and Riga, as well as 40 percent of the central securities depository in Vilnius.

In the Baltic markets, OMX offers customers that are exchange members trading, clearing, settlement and depository services. Issuers, primarily large companies, are offered listing and a distribution network for their various securities. In the Baltic marketplace, the securities traded belong mainly to the spot market, that is, equities, bonds (issued by companies or national governments) and treasury bills. The derivatives market is still modest.

Through the wholly-owned central securities depositories in Estonia and Latvia, and part ownership of the central securities depository in Lithuania, OMX also offers customers services further along the transaction chain, such as clearing, settlement and depository services. In addition, in Estonia and Latvia, OMX provides registry maintenance for the government premium-pension authority and, in Estonia, the opportunity for listed companies to keep shareholders' registers.

MARKET

During 2005, the total number of banks and brokerages that are members of one of the three Baltic exchanges rose from 48 to 59, of which 10 were remote members (members who access the exchange from another country). The largest customers in this segment, in terms of volume, are Suprema, FöreningsSparbanken and SEB.

At the end of 2005, 103 equities and 80 bonds were listed on the Baltic marketplace, corresponding to an increase of eight companies and 13 bonds. During 2005, three Estonian companies were newly listed: Tallinna Vesi, Starman and Tallink Group. In Riga, seven companies were listed: Rigas juvelierizstradajumuruonica, Talsu mezrupnieciba, Nordeka, Preilv siers, Viesnica Latvija, Brivais Vilnis, Rigas elektromasinbuves ruprica. No new companies were listed in Vilnius during 2005. Major customers on the Baltic exchanges are Suprema, FöreningsSparbanken and SEB.

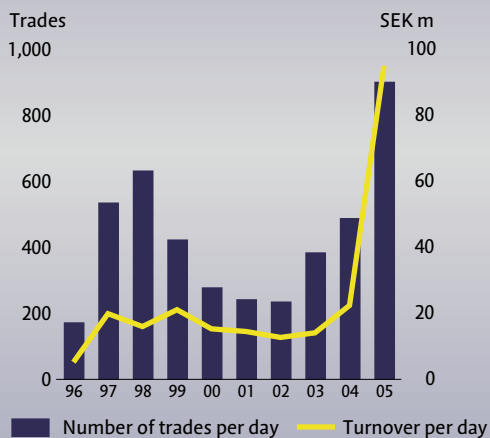
Revenue model

OMX's revenues from Information Services are generated through sales and distribution of trading information and sales of investor relations services such as web applications and web broadcasts to information vendors, exchange members and private individuals. Training is another source of revenue, which is based on the number of courses held.

In addition to revenues from Information Services, the business area's income includes trading revenues, issuers' fees and other revenues from the Baltic exchange operations. These follow the same patterns and are guided by the same factors as those described under Nordic Marketplaces above, see page 16.

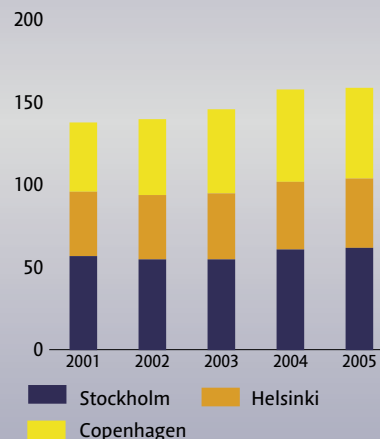
Baltic Markets

EQUITIES – TURNOVER AND NUMBER OF TRADES PER DAY



Information Services

NUMBER OF VENDORS OF REAL-TIME INFORMATION



Market Technology

OMX is the world's leading provider of technology solutions and system services to exchanges and other marketplaces.

OMX develops and provides technology and services to marketplaces around the world. OMX is the world's largest provider of technology solutions for securities trading, with a customer base that currently encompasses more than 60 exchanges, clearing organizations and central securities depositories in more than 50 countries. In addition to system solutions and support services, OMX delivers outsourcing services in the form of operation and support of installed applications as well as advisory services relating to technical infrastructure and operational activities.

Focus and streamlining

During the year, OMX decided to strengthen its strategic focus on the segment marketplaces comprising exchanges, clearing organizations and central securities depositories. In line with this aim, a decision was made to divest large sections of the company's own technology operations that were targeted at market participants, such as banks, brokerage firms and investors. In the future, OMX will primarily offer solutions for these participants through active partnership. The company's strategy for marketplace solutions is to:

- Utilize its unique expertise within the exchange sector
- Combine experience from its own exchanges with a global customer base
- Increase its market share through both acquisitions and organic growth in the form of new customers and increased sales
- Deliver highest level of service in the exchange sector.

As the world's leading provider of system solutions, OMX actively supports the development of securities markets and their infrastructure by working for standardization and through research and development in the field of transaction technology.

ACQUISITIONS, CONSOLIDATION AND EXPANDED OFFERING

During 2005, in order to strengthen its offering to marketplaces, OMX signed a letter of intent to acquire Computershare's Markets Technology operations. The acquisition was completed early in 2006, and the operations were consolidated in OMX effective February 1, 2006. The acquired operations contribute complementary system solutions and add more than 30 customers to OMX's customer base among the world's exchanges, clearing organizations and securities depositories, including SWX Swiss Exchange, Moscow Interbank Currency Exchange (MICEX) and Shanghai Stock Exchange.

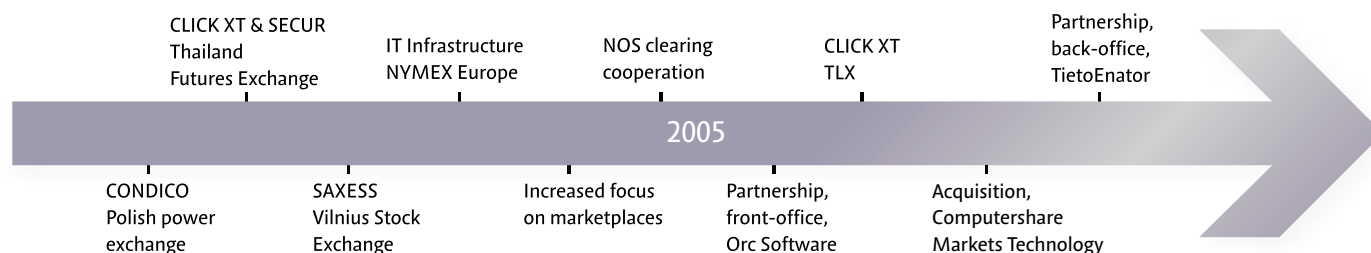
The combination of OMX's and Computershare's product portfolios will have the effect of substantially expanding the offering to global exchanges. By combining the two companies' expertise and experience, OMX will strengthen its research and product development in the most important and fastest growing areas of technology for exchanges, clearing organizations and securities depositories.

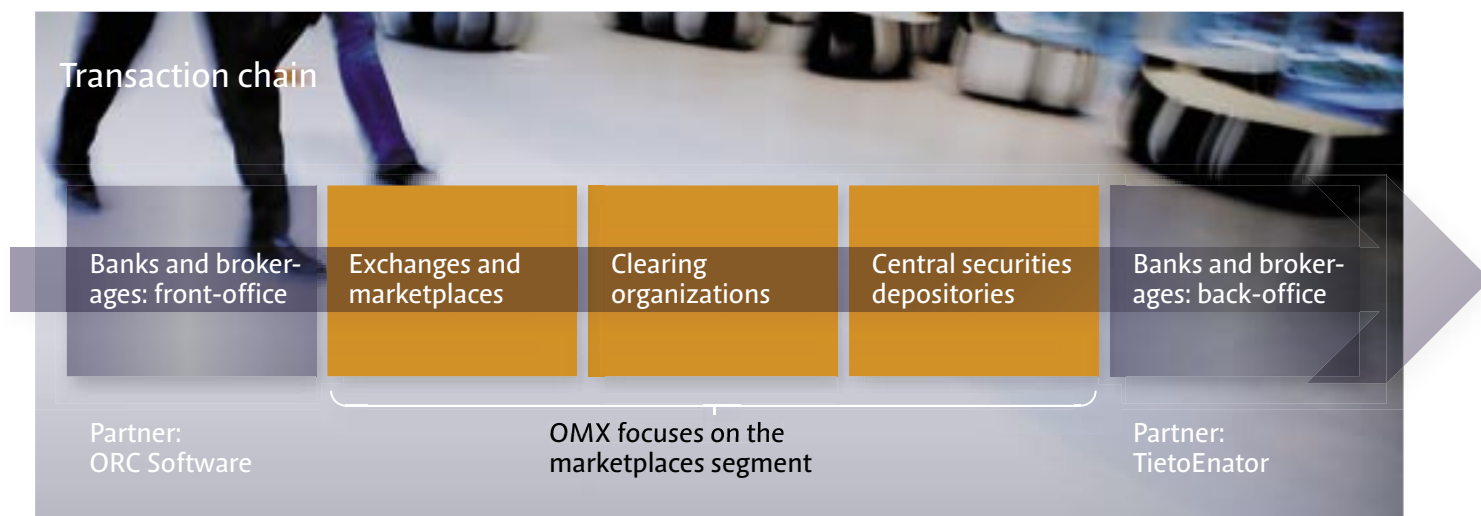
DIVESTMENTS AND PARTNERSHIPS

During the year, OMX and Orc Software signed an agreement to develop a new trading application for banks and brokerage firms. Under the terms of the agreement, OMX will transfer its trading applications development unit to Orc Software with the aim of launching the new trading application during 2006. The agreement also gives OMX global distribution rights for all of Orc Software's products. OMX will continue to offer support for its existing trading applications.

During 2005, OMX and TietoEnator signed a letter of intent to form a joint venture to provide products and services to market participants. A final agreement is expected to be signed during the first quarter of 2006. The new company will combine TietoEnator's

Significant events during 2005





investment management solutions with OMX's back-office system solutions, thus creating a leading securities and asset management solutions provider in northern Europe.

During the year, OMX divested Palion, its operation aimed at market participants in Australia. The purchaser was GBST, the country's largest supplier of services for managing and administering securities.

NEW DELIVERIES AND CUSTOMERS DURING 2005

During 2005, OMX delivered its SAXESS trading system to the stock exchange in Vilnius and received orders for the CLICK XT trading system from TLX in Italy and the Thailand Futures Exchange. The latter order includes the SECUR clearing system. OMX also received an order for the CONDICO energy trading system from the Polish Power Exchange during the year. Support agreements for maintenance were extended with ICAP, Wiener Börse and Oslo Børs. OMX also signed an agreement for IT infrastructure services with NYMEX Europe. The agreement represents an expansion of outsourcing operations to include system solutions not developed by OMX. In the market participants area, OMX signed agreements with Killik & Co, Abbey Stockbrokers and Kaupthing Bank.

Exchanges and marketplaces

OMX'S OFFERING

OMX offers marketplaces worldwide systems for trading. Following the acquisition of Computershare's Markets Technology operations, OMX is the world's largest provider of system solutions, with more than 60 customers. OMX's technology solutions for marketplaces are characterized by:

- Open architecture
- High performance
- Robust technology
- Flexibility.

The high degree of flexibility of OMX's system solutions enables, among other advantages, support of everything from conventional equity trading to complex derivatives trading, while simultaneously handling a number of different asset categories, such as currencies and different types of interest-bearing securities, as well as trading

in commodities. OMX also offers systems and solutions for real-time distribution of information on prices, volumes and completed transactions. OMX's offering includes systems integration as well as operation and support services for the applications, system platforms, networks and other components that make up a total marketplace IT solution.

OMX currently handles operations for 15 exchanges, making it the world's largest exchange operator in terms of the number of operating hours. From operations centers in London, New York, Stockholm, Helsinki and Sydney, OMX supplies operating services 24 hours a day, seven days a week, year-round. The IT infrastructure in the systems is specially adapted to handle the precise requirements for efficiency and quality imposed by real-time securities trading. For customers, giving OMX responsibility for operation and support of systems enables them to:

- Focus on their core business
- Reduce operational risk levels
- Achieve significant advantages of scale
- Gain access to efficient technology and infrastructure for securities trading.

Implementing a new exchange trading system is a large-scale project that generally not only affects the technical environment but also results in changes to trading patterns, product offerings and processes. As a result of many years' experience of implementing change projects, OMX possesses a high level of expertise and can offer pure advisory services on technical infrastructure and operational activities, including analyses and benchmarking of operations to identify the potential for increased efficiency.

MARKET

Technical developments and international harmonization of rules increase competition between the world's capital markets. There is a clear trend towards consolidation through mergers or operational partnerships. Larger marketplaces enable expansion of product offerings. Consolidation creates advantages of scale for systems and IT operations, which is an increasingly significant factor given that a reduced number of systems often results in immediate cost benefits.

The nature of system development results in increased demand for flexibility and support for technical integration between different geographical markets as well as different systems. Transaction costs become a key issue as international competition between exchanges increases. Another factor is that exchange trading has always demanded extremely high stability and security. Deficiencies in the operational reliability of systems in the securities market can result in substantial negative financial consequences.

Overall, current trends and the rigorous requirements imposed on systems and IT services is leading many players towards various forms of outsourcing solutions for their IT environments. Today an increasing number of exchanges and marketplaces that previously developed and operated their own systems internally, are facing the demand for cost efficiency with more standardized external systems.

After a long period of cost savings, there are now many indications that exchanges and marketplaces are once again ready to focus on growth. As a result, intensified development of products and services in core operations has become a key factor for the competitiveness of exchanges.

Another emerging global trend is the increasing importance of market information as a source of revenue for exchanges and marketplaces. Programmed trading based on mathematical algorithms, combined with greater accessibility, is generating increased trading and information volumes, the overall effect of which is a sharp rise in performance

requirements for market information distribution systems.

OMX's competitors in the segment for system solutions for exchanges include companies such as Atos Euronext Market Solutions, Accenture and Tata Consultancy Services. In the market for operation of exchange systems, companies such as Accenture, HP and IBM are among the competitors.

Clearing organizations and securities depositories

OMX'S OFFERING

OMX offers system solutions for clearing and settlement of both cash equities as well as derivatives. OMX also offers the systems for handling the administration and custody of securities in securities depositories.

OMX's systems are characterized by an open architecture and are designed to be able to communicate with various trading systems and with other clearing or securities systems. As in the case of trading, the systems can handle various asset categories, such as derivatives products, currencies and different types of interest-bearing securities, as well as trading in commodities.

In addition to systems, OMX also offers a number of services that support the systems for clearing organizations and securities depositories. OMX assists with systems integration, operation and support for total IT solutions. OMX also offers advisory services such as operational analyses, benchmarking and implementation of change projects.

Market Technology

| | EXCHANGES AND MARKETPLACES | CLEARING ORGANIZATIONS AND SECURITIES DEPOSITORIES |
|------------------------------|---|---|
| CUSTOMERS | More than 60 customers, comprising exchanges and other types of marketplaces | Management of clearing and custody solutions for more than 20 customers |
| SERVICES AND PRODUCTS | <p>Information dissemination systems:</p> <ul style="list-style-type: none"> • TARGIN™ <p>Trading systems:</p> <ul style="list-style-type: none"> • CLICK XT™ • SAXESS • X-STREAM • HORIZON <p>Trading systems for energy markets:</p> <ul style="list-style-type: none"> • CONDICO™ <p>Outsourcing:</p> <ul style="list-style-type: none"> • Systems operation and support <p>Advisory services</p> | <p>Systems for clearing:</p> <ul style="list-style-type: none"> • SECUR™ <p>Systems for delivery and central account custody of securities:</p> <ul style="list-style-type: none"> • EXIGO™ • EQUATOR <p>Outsourcing:</p> <ul style="list-style-type: none"> • Systems operation and support <p>Advisory services</p> |

MARKET

The market for clearing, settlement and central custody of securities has also been characterized by internationalization, made possible by the technical developments and harmonization during recent decades. The pace of change has been most rapid for exchanges, where the harmonization of processes, regulations and technical platforms has progressed furthest. During the past few years however, market demand for efficient administration of handling processes in clearing organizations and securities depositories has also risen, driven by increased costs for post-settlement management as a proportion of the total transaction cost.

Growing cross-border trade also increases the need for system functionality that supports different currencies and foreign securities. In the international arena, many clearing organizations and securities depositories have traditionally had their own unique system solutions, that in most cases are not adapted to future requirements for flexibility. As the need for standardization in the market increases, a wider range of system solutions adapted to the demands of the major customer groups is emerging. OMX's competitors in this segment include such companies as Atos Euronext Market Solutions and Clearstream.

Market participants

OMX'S OFFERING

During 2005, OMX decided that future work with system solutions for market participants would be conducted in partnership with external suppliers. An active partnership was established during the year with Orc Software for front-office solutions. OMX also signed a letter of intent with TietoEnator concerning a joint venture for back-office solutions. Cooperation with well-established partners creates favorable conditions for accelerating the development of new technology

to better meet customers' needs. The basic requirement for all partnerships is to maintain continuity for customers and safeguard further development of OMX's expertise and know-how in the area.

In addition to these partnerships, OMX offers services in its own name for securities administration in the Nordic region and the UK. Through these services, OMX handles the tasks normally covered by the market participant's own back-office function so they can benefit from advantages of scale.

MARKET

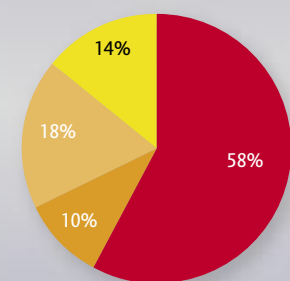
For banks, brokerage firms and many of their customers in the form of institutional investors, the market for trading in securities is characterized by dynamic growth, tough competition and declining margins. The market is consolidating through mergers between the major players. At the same time, smaller brokerage firms with unique or specially tailored offerings are showing the ability to gain market share in their areas.

An increased focus on risk, partly as a result of new legislation and regulatory initiatives such as MiFID, Sarbanes-Oxley and Basel II, has given rise to more stringent requirements regarding governance of related processes. Together with cost pressure, the new rules have prompted a thorough review of the administrative procedures for trading in securities. The review process often covers the entire chain, including settlement reporting, risk assessment and account management as well as the settlement, delivery against payment and custody of securities.

There is clearly an increased need to enhance efficiency and reduce risk levels through increased automation. This need is most pressing at the interface between institutional end customers and brokers, for simplification of the administration of orders and settlements. Today, the importance of being able to link systems together

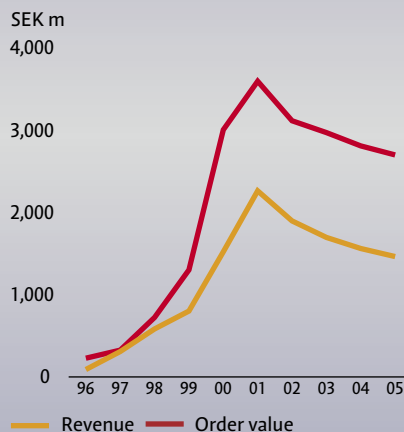
Market Technology

REVENUE – GEOGRAPHIC DISTRIBUTION 2005



- Nordic region
- Rest of Europe
- Americas
- Asia/Australia

REVENUE AND ORDER VALUE 1996-2005



in a simple manner is driving the demand for systems with open interfaces and standardized protocols. Competitors in this segment include SunGard, ADP Wilco, GL TRADE and Pershing.

Key cooperation and partnerships

OMX's collaborations with partners increased during 2005 as part of the strategic focus on marketplaces.

Orc Software - During 2005, OMX and Orc Software, which is 30-percent owned by OMX and listed on the Stockholm Stock Exchange, initiated active cooperation on the development and sale of front-office system solutions for market participants.

TietoEnator - During 2005, OMX signed a letter of intent to form a new company through a joint venture with TietoEnator, which is listed on the Stockholm and Helsinki Stock Exchanges. The new company will focus on the development and sale of system solutions for securities administration.

HCL Technologies - OMX has a strategic partnership agreement with HCL Technologies in India. The company is one of India's leading IT companies, focusing on technology and outsourcing for R&D. Among other areas, the partnership covers outsourcing, development and maintenance of certain of OMX's system solutions.

Revenue model

OMX's revenues in the Market Technology business area are made up of license, project and support revenues as well as revenue from outsourcing of operations, so called facility management revenues. OMX's proven systems and services constitute standardized building blocks that can be used to create customer-specific solutions. After a system solution has been developed and delivered, the customer licenses the right to use the software. The license fee that

OMX subsequently receives is often fixed, but may also be transaction-based, and is paid for the length of time the customer uses the solution's technical platform. Each customer project includes adaptations for customer-specific requirements related to functionality and capacity. This development and installation work generates a project revenue that is usually invoiced continuously according to the degree of completion specified in the contract. When a system solution has been delivered, OMX often undertakes to maintain and develop it for a pre-determined number of years, for which it receives ongoing support revenue, by the terms of agreements normally signed for five years. OMX also offers customers IT operation services. An operation solution provides OMX with annual facilities management revenues based on contracts normally signed for five years.

Research and development

Each year, OMX makes substantial investments in development. R&D work includes both developing new products and adding new functionality to existing products and platforms. During the year, OMX's development projects included work on next generation trading systems. The aim is to create a system that can meet future needs in terms of flexibility, efficiency, stability and performance. There is also a strong focus on contributing to the ongoing standardization of protocols and interfaces within the securities market. Ultimately, OMX's development efforts are aimed at being able to offer the optimal business solution to meet each individual customer's needs, and to secure a market leading position.

OMX's investments in development in this business area during 2005 totaled SEK 226 M (91), corresponding to 15 percent (6) of the division's adjusted revenue, of which SEK 170 M (81) was capitalized. OMX estimates that investments in R&D over time should be maintained at a level of about 10 percent of revenue in the business area.

Within its technology operations OMX has more than 60 customers in more than 50 countries.



Employees

In order to develop its operations, OMX conducts an employee survey each year. The “employee index” increased from 70 to 77 percent during the year.

An attractive workplace

OMX strives to be an attractive employer that offers favorable development opportunities and compensation packages. We take our responsibility as an employer and our role in society very seriously.

In order to continually develop its operations, OMX conducts an employee survey each year. The “employee index” increased from 70 to 77 percent during the year. In particular, the values of respect, cooperation and leadership improved. For OMX, it is important to be considered an attractive employer also by former employees. The number of members registered in OMX Alumni increased to more than 330 during the year.

OMX’s remuneration program and policy are described further in Note 7 of the Annual Report.

OMX’s employees

During the year, the number of people working in the Group decreased to 1,344 (1,355), of which 1,288 (1,300) were employed and 56 (55) were consultants on long-term contracts. Based on the organization of the operations effective January 1 2006, with common Group functions allocated, 300 (262) people belong to Nordic Marketplaces, 144 (101) to Information Services & New Markets, and 844 (937) to Market Technology. The number of managers at year-end was 167 (155).

The number of employees on long-term leave, including parental leave, leave of absence or sick leave for at least three months, totaled 107 (104) people. Most of these were on parental leave. The average age in the Group was 38 (37). Absence due to illness increased to 2.5 (2.1) percent. The average turnover of personnel was 8.6 (9.0) percent during the year.

OMX is a company with customers and operations all over the world. Today, OMX has offices in 16 countries: Australia, Canada, China, Denmark, Estonia, Finland, Hong Kong, Italy, Latvia, Lithuania, Norway, Singapore, Sweden, the UK, the United Arab Emirates and the US.

Organizational changes

The OMX organization underwent several changes during 2005. At the beginning of the year, the Copenhagen Stock Exchange was integrated with the OMX Exchanges division, following structural changes based on function and country.

The OMX Technology division was also reorganized during the year, to group the division’s resources according to function. At the same time, the former sub-division of business units was abolished. The purpose of this new structure is to offer customers better service.

At the end of the year, OMX decided to implement another major organizational change. The operations in OMX’s two divisions were transferred to three business areas: Nordic Marketplaces, Information Services & New Markets and Market Technology. The new organization came into effect on January 1, 2006 and creates the best possible structure from which to meet the current and future needs of customers.

OMX’s “Hearts & Minds”

A new committee was formed in 2005 with the task of reviewing all policies on diversity, equal opportunity, ethics, work environment and health. The Hearts & Minds Committee, as it is called, headed by the CEO, is intended to build on the work of the former Equal Opportunities Committee.

DIVERSITY

Naturally, OMX has a policy of zero tolerance for discrimination on the basis of age, gender, race, ethnic background, nationality, religious belief, disability or sexual orientation. OMX’s services and products are used throughout the world by people with different backgrounds, and it is a considerable advantage to have employees with knowledge, experience and perspectives from many different nationalities, cultures and lifestyles.

EMPLOYEE INFORMATION

| SEK 000s | 2005 | 2004 | 2003 | 2002 | 2001 |
|-------------------------------|-------|-------|-------|-------|-------|
| Personnel cost per employee | 780 | 706 | 717 | 698 | 757 |
| Revenue per employee | 2,198 | 1,966 | 1,597 | 1,574 | 2,026 |
| Value added per employee | 1,445 | 1,060 | 450 | 684 | 458 |
| Operating income per employee | 664 | 406 | -267 | -14 | -299 |



EQUAL OPPORTUNITY

Actively working for equal opportunity creates a better and more effective work place for everyone. The Hearts & Minds Committee develops and follows up on OMX's equal opportunity plan, which contains objectives and measures at an overall level. Each office is responsible for implementing its own plans based on local legislation, agreements and other local conditions.

At the end of the year the proportion of women in the concern was 36 (36) percent. The percentage of female managers was 31 (32) percent. At the executive management level and business area management level, the proportion of women fell to 12 (21) percent.

ETHICS

OMX's Ethics Policy provides guidance for our work with and approach to ethical issues. It contains guidelines to support the company's efforts to make OMX a positive work place and a partner of which customers, suppliers and employees can be proud. The Ethics Policy is updated and adapted continuously in line with changes in OMX so that it is appropriate for and can be applied to all operations.

WORK ENVIRONMENT AND HEALTH

Being able to offer a healthy, safe and productive work place is important for many reasons. A stimulating work environment contributes to the level of efficiency and awareness of quality. Accordingly, such a work environment is a strategic and competitive tool for the company. Absence due to illness amounted to 2.5 (2.1) percent of total working hours in 2005. Further information concerning absence due to illness can be found in Note 7 of the Annual Report.

Developing employees

OMX is a knowledge-based company. Employees and constant knowledge sharing are OMX's most valuable assets. OMX has broad experience of continuously developing its knowledge base and winning the confidence and trust of its customers. The ability to offer accumulated expertise is an important component for achieving success, and it is

equally important to be able to share and disseminate knowledge within the company to create value for customers.

OMX's employees are encouraged to change work assignments within the company in order to develop. OMX's procedure for career appraisals is an important tool for achieving set targets, evaluating results and providing mutual feedback. All employees have a personal career development plan and targets that are reviewed and followed up every six months.

A number of activities in areas such as project management, negotiation techniques, communication, languages, finance and coaching were carried out during the year. One of the year's most successful initiative was a series of meetings held by the CEO of OMX inviting all employees to discuss the company's strategies. In total, more than 50 meetings were held with approximately 800 employees.

Management training and leadership

At OMX, leadership is about being able to see the opportunities in challenges and change. It is also about being able to lead colleagues towards common goals. To succeed in implementing strategies and achieving goals, it is important to have managers with suitable management traits as well as to continuously develop the pool of managers.

During the year, many activities were carried out with the aim of strengthening leadership in the company. Among other events, a global management conference was held to increase involvement in and understanding of the company's business model and strategy. A number of seminars on setting business and individual targets were also arranged. In addition, a Nordic mentor program for managers and project managers was implemented during the year. A special development program was initiated for senior managers. Furthermore, as part of our work to develop the pool of managers, a Management Assessment Program was conducted during the year for existing and potential managers within the company.

The OMX share

During 2005, the price of the OMX share increased by 30 percent, compared with the OMXS30 index which was up 29 percent in the same period.

The average total annual return (price change and reinvested dividend) for the OMX share during the past ten years reached 15 percent. During the same period, the corresponding development of the Swedish SIX Return Index (SIXRX) was 14 percent annually.

During 2005, the price of the OMX share increased by 30 percent, compared with the Stockholm Stock Exchange's OMXS30 index, which increased by 29 percent in the same period. The highest price paid was SEK 110.5 on December 29, corresponding to a total market capitalization of approximately SEK 13.1 billion. The lowest price paid was SEK 77.5, noted on February 4, equivalent to a market capitalization of SEK 9.0 billion. The OMX share is listed on the Stockholm Stock Exchange's A list, Helsinki Stock Exchange's Main List and, since February 16, 2005, on the Copenhagen Stock Exchange's share list.

Turnover in the OMX share

In 2005, total turnover of the OMX share was 85 (101) million shares, including post-reported transactions, corresponding to a total value of SEK 7,820 m. On average 335,074 shares were traded per day, of which 329,513 shares were traded on the Stockholm Stock Exchange, 3,187 shares on the Helsinki Stock Exchange and 2,374 on the Copenhagen Stock Exchange. Turnover was highest on March 23 with a total of 2.3 million shares traded. The turnover rate of the OMX share was 70 percent compared with the average turnover rate of 124 percent on the Stockholm Stock Exchange in total. To increase turnover and improve liquidity in the OMX share on the Copenhagen Stock Exchange, Remium was engaged as liquidity provider during the

year. OMX has a pre-existing agreement with Remium regarding the OMX share on the Helsinki Stock Exchange.

Volatility in the OMX share

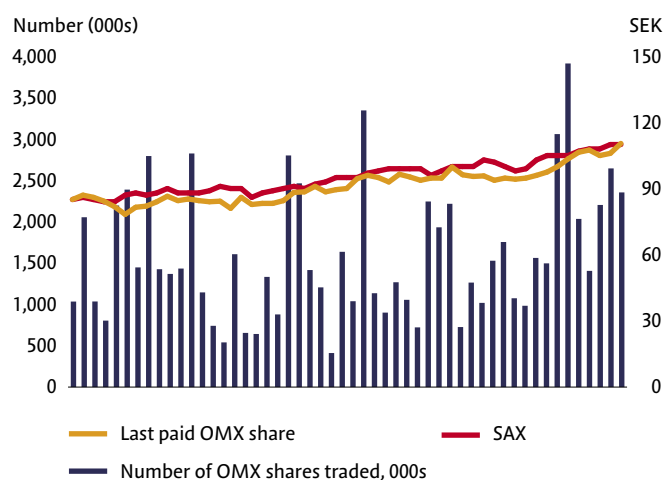
Volatility is a measurement of risk that shows the extent of changes in the price of a share over a defined period. The volatility of the OMX share on December 31, 2005 was 22 percent, compared with 32 percent at the end of 2004.

Beta value is another measurement of risk that shows the sensitivity of a share to market fluctuations compared with all shares on the exchange over a certain period of time. A beta value greater than 1 indicates that the share price varies more than the exchange average. Based on the Stockholm Stock Exchange's calculations for a rolling 60 months, the beta of the OMX share is 1.94 measured against the OMXS30 during recent months. This means that the price of the OMX share varied 94 percent more than the index during the period measured.

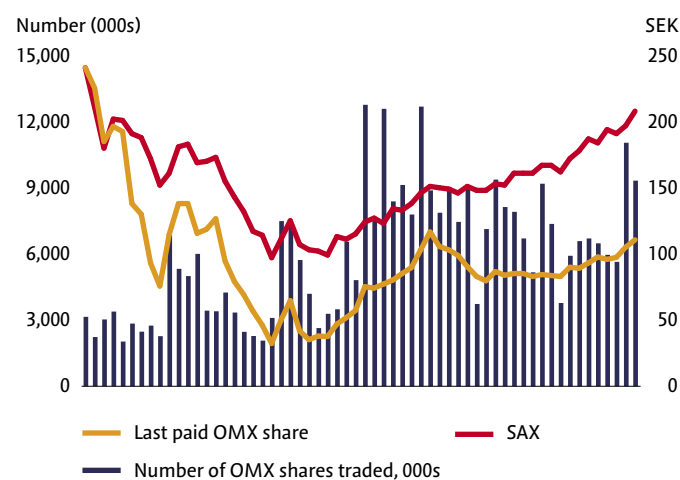
Number of shareholders

The number of shareholders fell during the year from 17,462 to 13,091. Swedish institutional ownership decreased slightly. At year-end 72.7 percent (73.4) of OMX's share capital was held by Swedish institutions. Ownership among Swedish private individuals also fell from 11.7 to 8.8 percent. The total percentage of foreign ownership increased during the year from 14.9 to 18.5 percent. At the same time, total foreign ownership on the Stockholm Stock Exchange was 35 (33) percent of the total market capitalization.

THE OMX SHARE 2005



THE OMX SHARE 2001-2005



Dividend and dividend policy

For 2005, the Board of Directors proposes a dividend in the total amount of SEK 6.50 per share, comprising an ordinary dividend of SEK 3.00 and an extra dividend of SEK 3.50 per share. The Board's ambition is that the amount of OMX's ordinary dividend shall, in the future, grow in pace with the company's earnings per share, taking OMX's long-term capital requirements into account.

Payment of dividend

Should the Annual General Meeting decide in favor of the Board's suggestion, the dividend is expected to be paid out by VPC, the Swedish central securities depository, on April 18, 2006.

BROKERAGE FIRMS THAT ANALYZED THE OMX SHARE, 2005

| | |
|------------------------|---------------------|
| ABG Securities | Carnegie |
| Cheuvreux | Enskilda Securities |
| Deutsche Bank | H&Q |
| Keefe Bruyette & Woods | Skandiabanken |
| Svenska Handelsbanken | Swedbank |
| UBS | West LB |
| Öhman Fondkommission | |

PRINCIPAL OWNERS, DECEMBER 31, 2005

| | Number of shares | Share capital and votes, % |
|-------------------------------|--------------------|----------------------------|
| Investor AB | 12,950,507 | 10.9 |
| Robur fonder | 8,037,639 | 6.8 |
| Swedish state | 7,993,466 | 6.8 |
| Alecta | 7,295,110 | 6.2 |
| Nordea fonder | 7,225,695 | 6.1 |
| Nordea Bank | 6,003,369 | 5.1 |
| Didner & Gerge Aktiefond | 5,000,000 | 4.2 |
| AMF Pension | 3,250,000 | 2.7 |
| Svenska Handelsbanken | 3,019,580 | 2.6 |
| Olof Stenhammar | 2,737,590 | 2.3 |
| Other Swedish owners | 33,028,171 | 27.9 |
| Foreign owners | 21,933,180 | 18.5 |
| Total number of shares | 118,474,307 | 100.0 |

DISTRIBUTION OF OWNERSHIP IN THE OMX SHARE

| Number of shares | Number of shareholders | Percentage of number of shareholders | Number of shares | Percentage of share capital and votes |
|-------------------|------------------------|--------------------------------------|--------------------|---------------------------------------|
| 1-1,000 | 11,334 | 8.9 | 2,955,089 | 2.5 |
| 1,001-10,000 | 1,477 | 11.2 | 4,248,824 | 3.6 |
| 10,001-100,000 | 249 | 1.9 | 7,854,013 | 6.6 |
| 100,001-1,000,000 | 108 | 0.8 | 37,340,475 | 31.5 |
| 1,000,001- | 21 | 0.2 | 66,075,906 | 55.8 |
| Total | 13,189 | 100.0 | 118,474,307 | 100.0 |

KEY RATIOS PER SHARE

| | 2005 | 2004 | 2003 | 2002 | 2001 |
|--|---------|---------|---------|--------|--------|
| Earnings, SEK | 4.65 | 2.39 | -4.33 | -0.85 | -0.30 |
| Dividend as of a percentage thereof (proposed) | 140 | 0 | 0 | 100 | 100 |
| Earnings after full conversion, SEK | 4.65 | 2.39 | -4.33 | -0.85 | -0.30 |
| Dividend (proposed), SEK | 6.50 | 0 | 0 | 1 | 1 |
| Dividend, annual change, % | +100 | 0 | -100 | 0 | -83 |
| Shareholders' equity, SEK | 40 | 32 | 31 | 24 | 27 |
| Shareholders' equity after full conversion, SEK | 40 | 32 | 30 | 24 | 27 |
| Cash flow | 4.70 | 5.29 | 1.46 | 1.05 | -3.53 |
| Number of shares, 000s | 118,474 | 115,547 | 115,547 | 84,041 | 84,040 |
| Number of new shares after full conversion, 000s | 2,927 | 778 | 1,928 | 778 | 779 |

PRICE-RELATED INFORMATION

| | 2005 | 2004 | 2003 | 2002 | 2001 |
|---|------|------|------|------|------|
| Share price at year-end, SEK | 110 | 85 | 90 | 42 | 138 |
| Share price, annual high, SEK | 110 | 120 | 90 | 152 | 280 |
| Share price, annual low, SEK | 78 | 76 | 32 | 24 | 65 |
| Share price/shareholders' equity per share | 2.8 | 2.6 | 2.9 | 1.8 | 5.1 |
| Direct yield % | 5.9 | 0 | 0 | 2.4 | 0.7 |
| P/E ratio at year-end, times | 23 | 26 | - | - | - |
| Beta (60 months) at year-end, last paid | 1.9 | 2.2 | 2.1 | 1.8 | 1.5 |
| Volatility (250 days) at year-end, % | 22 | 32 | 48 | 71 | 64 |
| Average number of OMX shares traded daily, 000s | 335 | 399 | 413 | 204 | 166 |
| Average value of OMX shares traded daily, SEK m | 30.9 | 37.7 | 29.7 | 15.5 | 24.4 |

SHARE CAPITAL DEVELOPMENT

| Year | Event | Change in number of shares | Change in share capital, SEK | Total number of shares | Total share capital, SEK | Nominal value of share, SEK |
|------|---|----------------------------|------------------------------|------------------------|--------------------------|-----------------------------|
| 2000 | Conversion of convertible subordinated debenture issued in 1998 | 264,900 | 132,450 | 83,875,918 | 167,751,836 | 2 |
| 2000 | Exercise of warrants | 317,400 | 158,700 | 84,034,618 | 168,069,236 | 2 |
| 2001 | Conversion of convertible subordinated debenture issued in 1998 | 3,000 | 1,500 | 84,036,118 | 168,072,236 | 2 |
| 2001 | Exercise of warrants | 8,000 | 4,000 | 84,040,118 | 168,080,236 | 2 |
| 2002 | Conversion of convertible subordinated debenture issued in 1998 | 2,000 | 1,000 | 84,041,118 | 168,082,236 | 2 |
| 2003 | New issue | 63,011,794 | 31,505,897 | 115,547,015 | 231,094,030 | 2 |
| 2005 | New issue | 5,854,584 | 2,927,292 | 118,474,307 | 236,948,614 | 2 |

Code Reports

| | |
|--|----|
| Corporate Governance Report 2005 | 32 |
| The Board of Directors' description on internal control over financial reporting for the financial year 2005 | 42 |

Corporate Governance Report 2005

CORPORATE GOVERNANCE

Corporate governance refers to the decision-making process, through which the owners of a company directly or indirectly control the company. High quality of information to owners and the capital market contributes to an efficient decision-making system and gives the various groups of owners a satisfactory overview of the company's operations. Corporate governance has been developed mainly through legislation and self-regulation.

OMX Aktiebolag (OMX) is a Swedish public limited company and VPC company. The basis for governance of the company and its Group is contained in the Articles of Association, the Swedish Companies Act and other applicable Swedish laws and rules. OMX's shares are listed on the stock exchanges in Stockholm, Helsinki and Copenhagen. OMX follows the rules that apply to each exchange. All of the exchanges' rules include the particular country's national corporate governance code. The Danish code will be applied for the first time in the 2006 Annual Report. When it takes effect, it will not apply to foreign companies. OMX applies the Swedish and Finnish Corporate Governance codes and these are applied in Corporate Governance Report for 2005. The Corporate Governance Report for 2005 is unaudited.

SWEDISH CODE OF CORPORATE GOVERNANCE

A Swedish Code of Corporate Governance was established in 2004 and entered into effect on July 1, 2005, when it was introduced as part of the listing agreement of the Stockholm Stock Exchange. The Code must be applied by companies listed on the A List and by major companies listed on the O List.

FINNISH CODE OF CORPORATE GOVERNANCE

The Finnish Code of Corporate Governance came into effect in July 2004. The Code was included in the stock-market rules that apply to all companies listed on the Helsinki Stock Exchange.

ARTICLES OF ASSOCIATION

In accordance with OMX's Articles of Association, the company's name is OMX Aktiebolag and the company is a public limited company (publ). The registered office of the Board of Directors of the company is situated in Stockholm. The purpose of the operations of the company is to develop and offer IT-based systems and services. Furthermore, the company operates exchanges and other market-places for financial, energy and commodities markets, clearing organizations, central securities depositories, securities institutions and brokerage firms as well as engage in operations compatible therewith.

The share capital of the company shall amount to a minimum of SEK 168,000,000 and a maximum of SEK 672,000,000. Each share has a nominal value of SEK 2.

The company's Board of Directors shall consist of not less than five and not more than eight members, and no alternate members. Members are elected each year by the Annual General Meeting for the period until the close of the subsequent Annual General Meeting. The number of auditors shall be one or two with the same number of deputy auditors at most. The company's financial year is the calendar year and the General Meeting shall be held in Stockholm. Matters to be addressed at the General Meeting are listed in the Articles of Association. Furthermore, the Articles of Association include provisions regarding the notice to attend the General Meeting, how to register to participate in the General Meeting and the participation of assistants.

For the complete Articles of Association, see www.omxgroup.com.

GENERAL MEETING

ABOUT THE GENERAL MEETING

The shareholders' right to decide on OMX's business is exercised at the General Meeting, which is a company's highest decision-making body. The General Meeting elects the members of the Board of Directors and auditors, and also makes decisions regarding amendments to the Articles of Association and changes to share capital. It is the intent of OMX, in accordance with the provisions of the Articles of Association, to hold General Meetings in such a way that promotes shareholder participation at General Meetings and facilitates discussions and decision-making at these meetings.

GENERAL MEETINGS IN 2005

Annual General Meeting, April 7, 2005

OMX's Annual General Meeting for 2005 was held on April 7, 2005. The Chairman of the meeting was Olof Stenhammar.

The General Meeting:

- resolved to adopt the accounts for 2004
- discharged the Board of Directors and the President and CEO from liability for the financial year 2004
- resolved that no dividend would be distributed to the shareholders.
- resolved that remuneration to members of the Board of Directors elected by the General Meeting who are not employed by the company would amount to SEK 2,400,000, to be paid according to the details below (see Remuneration to the Board below)
- decided that the auditors' fees shall be paid in accordance with approved invoicing, which shall be based on an audit plan presented in advance
- decided that the number of Board members would be eight
- elected the following members of the Board:
 - Adine Grate Axén
 - Urban Bäckström
 - Bengt Halse
 - Birgitta Klasén
 - Tarmo Korpela
 - Henrik Normann
 - Markku Pohjola
 - Olof Stenhammar
- resolved that the Board's mandate period would be until the next Annual General Meeting
- elected Olof Stenhammar as Chairman of the Board of Directors at the Board meeting following election. If the Chairman leaves his position during the mandate period, the Board shall elect a Chairman from among its members for the remainder of the mandate period.
- resolved to adopt principles for the nominating process (see Nominating Process below)
- approved the structure for remuneration and resources for the Nominating Committee (see Nominating Process below).

For the minutes of the Annual General Meeting held on April 7, 2005, see www.omxgroup.com.

Extraordinary General Meeting, February 3, 2005

An Extraordinary General Meeting was held on February 3, 2005. The Chairman of the Meeting was Olof Stenhammar. The Meeting resolved on:

- authorization for the Board of Directors to resolve an increase of the compa-

ny's share capital by way of an issue of new shares, necessitated by the merger with the Copenhagen Stock Exchange.

- the reduction of the share premium reserve
- the number of members of the Board of Directors and remuneration to members
- changes to Sections 6, 10 and 11 in the Articles of Association.

The following people were also elected as members of the Board: Urban Bäckström, Birgitta Klasén and Henrik Normann. Gunnar Brock, Thomas Franzén, Timo Ihamuotila and Mikael Lilius resigned from the Board. The appointment of Henrik Normann was subject to completion of the merger of OMX and the Copenhagen Stock Exchange, which was carried out at the Board meeting held on February 9, 2005 when the Board announced that all of the conditions for the merger had been fulfilled.

For the minutes of the Extraordinary General Meeting held on February 3, 2005, see www.omxgroup.com.

Extraordinary General Meeting, August 19, 2005

An Extraordinary General Meeting was held on August 19, 2005. The Chairman of the meeting was Olof Stenhammar. The meeting resolved on the proposal from the Nominating Committee that Hans Munk Nielsen be elected Board member, with a mandate period until the next Annual General Meeting. Hans Munk Nielsen was elected to replace Henrik Normann, who resigned on June 1, 2005 at his own request.

For the minutes from the Extraordinary General Meeting held on August 19, 2005, see www.omxgroup.com.

NOMINATING COMMITTEE

ABOUT THE NOMINATING COMMITTEE

The Nominating Committee is responsible for preparing and submitting to the Annual General Meeting nominations for election of the Chairman of the Meeting, the Board of Directors and Chairman of the Board of Directors, for proposing remuneration to the Board and the auditors, and, when appropriate, election of auditors. OMX's Annual General Meeting 2005 resolved principles regarding the work of the Nominating Committee, which includes principles for the structure of the Nominating Committee (see "Nominating process" below).

No remuneration is paid to members of the Nominating Committee. Nor have costs other than those of the Nominating Committee's secretary been charged to OMX as a result of the Nominating Committee's work. The Nominating Committee's secretary was Hans Berggren.

In 2005, the Nominating Committee held five meetings at which minutes were taken. The main focus of this work related to nominations to the Board of Directors prior to OMX's Annual General Meeting in April 2005 and the Extraordinary General Meeting in August 2005.

STRUCTURE

Prior to the Annual General Meeting in April 2005 and the Extraordinary General Meeting in August 2005, the Nominating Committee comprised:

- Eva Halvarsson (Director, Ministry of Industry, Employment and Communications), representing the Swedish Government
- KG Lindvall (Board member, Robur Fonder), representing Robur Fonder
- Tom Ruud (Head of Corporate and Institutional Banking, Nordea), representing Nordea
- Olof Stenhammar (Chairman of OMX), convener
- Marcus Wallenberg, Chairman (former President, Investor AB), representing Investor AB.

Prior to the Annual General Meeting in 2006, the Nominating Committee comprises:

- Ramsay Brufer (Head of Corporate Governance, Alecta), representing Alecta.
- Eva Halvarsson (Director, Ministry of Industry, Employment and Communications), representing the Swedish Government
- KG Lindvall (Board member, Robur Fonder), representing Robur Fonder
- Olof Stenhammar (Chairman of OMX), convener
- Jacob Wallenberg, Chairman (Chairman of Investor AB), representing Investor AB.

Effective December 9, 2005 Eva Halvarsson was replaced by Lars Johan Cederlund (expert adviser, Ministry of Industry, Employment and Communications), representing the Swedish Government.

NOMINATING PROCESS

In accordance with the decision by the Annual General Meeting, the Nominating Committee will be appointed by the four largest shareholders who choose to participate each appointing a representative not less than six months prior to the Annual General Meeting. The members of the Nominating Committee are not permitted to be members of the Board of the Company. The General Meeting's decision is in accordance with the Swedish Code of Corporate Governance. This means that OMX applies a solution that is different to the consequences of the Finnish code, which defines the nominating committee as a Board committee.

OMX's Chairman is convener. The Chairman of the Nominating Committee, unless the members have agreed differently, shall be the member who represents the largest shareholder in terms of votes. The Nominating Committee's mandate period extends to the time when a new Nominating Committee is appointed. There are also principles for certain special cases, including the impact of changes among the four largest shareholders on the structure of the Nominating Committee.

As soon as the Nominating Committee has been appointed, and in the event of any changes in its structure, this information must be announced publicly.

The Nominating Committee shall prepare a proposal for submission to the 2006 Annual General Meeting for approval regarding:

1. Chairman of the Annual General Meeting
2. Members and Chairman of the Board of Directors
3. Remuneration to the Board of Directors, divided between the Chairman, other members shared among the Chairman, other members and, where applicable, remuneration for committee work.
4. Fees to be paid to the auditors.

In connection with its assignment, the Nominating Committee shall otherwise fulfill the tasks assigned to a Nominating Committee in accordance with the Code of Corporate Governance. This means, for example, that the Nominating Committee shall be privy to the evaluation of the Board that has been conducted to enable this to be used as a basis for its proposals.

The General Meeting also decided that no remuneration would be paid for the work of the Nominating Committee. However, at the request of the Nominating Committee, OMX shall provide personnel resources, such as for the secretarial function for the Nominating Committee, to facilitate its work. When required, the company shall also be able to pay reasonable costs for external consultants, who are deemed necessary by the Nominating Committee for the completion of its work.

The principles decided by the Meeting shall also apply to extraordinary general meetings, where applicable.

BOARD OF DIRECTORS

ABOUT THE BOARD OF DIRECTORS

The Board of Directors of OMX is made up of eight members who are normally elected at the Annual General Meeting. The Board holds regular meetings approximately six times a year.

As of August 19, 2005, the Board of Directors consists of Olof Stenhammar, Chairman; Adine Grate Axén, Urban Bäckström, Bengt Halse, Birgitta Klasén, Tarmo Korpela, Hans Munk Nielsen and Markku Pohjola.

RESPONSIBILITY OF THE BOARD OF DIRECTORS

In accordance with the Swedish Companies Act and the Rules of Procedure of the Board of Directors, the Board is responsible for establishing OMX's overall long-term strategies and objectives, establishing the budget and business plans, reviewing and approving financial statements, adopting important policies and making decisions regarding investments and significant changes in OMX's organization and operations. The Board also appoints the President and CEO and ratifies instructions for the President and CEO as well as the composition of the Audit Committee and the Remuneration Committee. In addition, the Board makes decisions regarding salary and other remuneration to the President and CEO.

RULES OF PROCEDURE FOR THE BOARD OF DIRECTORS, ETC.

The Rules of Procedure of the Board of Directors are determined each year by the Board following the Annual General Meeting. The Rules of Procedure outline the principles of the work of the Board and the division of responsibility between the Board and the President and CEO. The Rules of Procedure also stipulate that the Board shall have an Audit Committee and a Remuneration Committee, and define the role of the Chairman of the Board.

The committees act essentially as the preparatory bodies for the Board. The Board also decides annually regarding rules for decision-making within the Group.

CHAIRMAN OF THE BOARD OF DIRECTORS

The responsibility of the Chairman of the Board is to lead the work of the Board and to ensure that the Board fulfills its responsibilities in accordance with the Swedish Companies Act and the Rules of Procedure of the Board. Through continual contact with the President and CEO, the Chairman shall follow the development of the company and ensure that the members of the Board have continuous access to information necessary to follow and analyze the financial position, financial planning and development of the company. The Chairman shall also be responsible for

communicating the opinions of shareholders to the Board of Directors.

The Chairman of the Board of Directors is Olof Stenhammar.

PRESIDENT AND CEO

The President and CEO is appointed by and receives instructions from the Board of Directors. The President and CEO of OMX is responsible for the day-to-day operations of the company, which entails assuming operational responsibility for the company's activities. Furthermore, the president and CEO is among other things responsible for ensuring that OMX complies with the rules regarding the disclosure of information for a company listed on the Stockholm Stock Exchange, the Helsinki Stock Exchange and the Copenhagen Stock Exchange.

The President and CEO is Magnus Böcker.

WORK OF THE BOARD OF DIRECTORS DURING 2005

The Board held 14 meetings during the year and average attendance was 85 percent.

During 2005, the Board paid special attention to the following issues: the strategic position of OMX, the reorganization and focusing of the Market Technology business area through acquisitions and divestments, the execution of the merger of OMX and the Copenhagen Stock Exchange, the integration of exchange trading and the creation of a Nordic Exchange, auditing and accounting issues, internal control, financial reporting and governance of the Group, remuneration and incentive issues, and capital and financing issues.

Hans Berggren acted as secretary at OMX's Board meetings.

AUDIT COMMITTEE

The Audit Committee is appointed annually by the Board of Directors. The purpose of the Audit Committee is to support the Board in issues regarding internal and external control as well as financing and financial targets. Their tasks include maintaining continuous contact with external auditors and OMX's CFO to establish procedures for the internal audit as well as to ensure that auditors' recommendations and observations are followed. In addition, the Audit Committee evaluates the Group's risk, examines accounting principles and the Group's financial reporting. It also evaluates the Group's financial activities and monitors the maintenance of the independence of external auditors.

In April 2005, the Board of Directors appointed Adine Grate Axén (Chairman), Urban Bäckström and Markku Pohjola as members of the Audit Committee. For the period January-March 2005, the Audit Committee comprised Adine Grate Axén (Chairman) and Timo Ihamuotila. The Chairman of the Audit Committee has re-

STRUCTURE OF THE BOARD AND COMMITTEES AND NUMBER OF MEETINGS AND ATTENDANCE IN 2005

| | MAIN BOARD | | | Audit Committee | Remuneration Committee | Independence in relation to ¹⁾ | |
|-------------------------------------|-------------------------|-------------------------|----------------------|-----------------|------------------------|---|--------------|
| | Scheduled Board Meeting | Extraord. Board Meeting | Total Board Meetings | | | Management | Shareholders |
| Number of meetings, total | 6 | 8 | 14 | 9 | 10 | | |
| Olof Stenhammar | 6 | 7 | Chairman, 13 | | Chairman, 10 | | X |
| Adine Grate Axén | 6 | 5 | 11 | Chairman, 9 | 10 | X | |
| Urban Bäckström ²⁾ | 4 | 6 | 10 | 9 | | X | X |
| Bengt Halse | 6 | 5 | 11 | | 6 | X | X |
| Birgitta Klasén ²⁾ | 5 | 7 | 12 | | | X | X |
| Tarmo Korpela | 6 | 8 | 14 | | | X | X |
| Hans Munk Nielsen ^{3), 4)} | 2 | 1 | 3 | | | X | X |
| Markku Pohjola | 5 | 5 | 10 | 8 | 4 | X | X |
| Average attendance, % | | | | 85 | | | |

The following persons were members of the Board until February 3, 2005: Gunnar Brock, Thomas Franzén, Timo Ihamuotila and Mikael Lilius. Henrik Normann was a member of the Board between February 9 and June 1, 2005. Markku Pohjola was a member of the Remuneration Committee until February 2, 2005, and Bengt Halse from March 1, 2005.

1) According to the definition in "The Swedish Code of Corporate Governance." 2) Member of the Board from February 9, 2005. 3) Member of the Board from August 18, 2005. 4) Attendance calculated against four meetings held during the mandate period.

ported to the Board meetings on the matters addressed at the meetings of the Audit Committee. The secretary of the Audit Committee until the end of March 2005 was Hans Berggren. The Committee's secretary for the remaining part of the year was Magnus Billing, OMX's General Counsel.

The company's external auditors participated in all meetings. Immediately following these meetings, individual meetings were held between the Committee's members and the external auditors.

During 2005, the committee had a particular focus on the following issues: management and control practices, internal control, Group risk management, the creation of a risk reporting system, Group security issues, the Group's internal audit, accounting issues, supervising the independence of auditors, principles for financial information and financial objectives, financing issues, office premises and issues regarding taxes and internal price setting. During the year, the Audit Committee held nine meetings for which minutes were kept.

REMUNERATION COMMITTEE

The Remuneration Committee is appointed annually by the Board of Directors. The Remuneration Committee prepares issues for Board decisions regarding salaries and remuneration for the President and CEO, and also approves salaries and other types of remuneration for members of the Executive Management Team. Furthermore, the Committee proposes remuneration for Board members in the companies within the Group that the Board has specified and makes recommendations regarding principles for salaries, benefits and other types of remuneration to employees in the OMX Group.

The Board of Directors appointed the following persons as members of the Remuneration Committee: Olof Stenhammar (Chairman), Adine Grate Axén, Markku Pohjola (until February 28, 2005) and Bengt Halse (From March 1, 2005).

The secretary of the Committee until April 2005 was Pernilla Gladh, Senior Vice President of Corporate Functions & Human Resources. The Committee's secretary for the remainder of the year was Ulrika Wahllöf, acting Head of Human Resources.

During 2005, the committee had a particular focus on the following issues: program for variable salary, the Short Term Incentive 2005 and 2006, proposals for the development of a tentative, long-term incentive program for senior management and a proposal regarding the principles for remuneration and other terms of employment for Group management.

During 2005, the Remuneration Committee held ten meetings for which minutes were kept. For remunerations and incentive programs, see OMX's Annual Report for 2005, Note 7.

REMUNERATION PAID TO THE BOARD OF DIRECTORS

| (SEK) | Board and Committee fees | | Benefits | | TOTAL | |
|-------------------|--------------------------|------------------|-------------------------|------------------|-------------------|------------------|
| | 2005 | 2004 | 2005 | 2004 | 2005 | 2004 |
| Olof Stenhammar | 750,000 | 725,000 | 9,197,314 ¹⁾ | 5,345,353 | 9,947,314 | 6,070,353 |
| Adine Grate Axén | 300,000 | 250,000 | | | 300,000 | 250,000 |
| Urban Bäckström | 250,000 | | | | 250,000 | |
| Bengt Halse | 250,000 | 200,000 | | | 250,000 | 200,000 |
| Birgitta Klasén | 200,000 | | | | 200,000 | |
| Tarmo Korpela | 200,000 | 200,000 | | | 200,000 | 200,000 |
| Hans Munk Nielsen | 133,333 | | | | 133,333 | |
| Henrik Normann | 33,333 | | | | 33,333 | |
| Markku Pohjola | 250,000 | 225,000 | | | 250,000 | 225,000 |
| Gunnar Brock | 0 | 200,000 | | | 0 | 200,000 |
| Thomas Franzén | 0 | 200,000 | | | 0 | 200,000 |
| Timo Ihamuotila | 166,667 | 225,000 | | | 166,667 | 225,000 |
| Mikael Lilius | 166,667 | 200,000 | | | 166,667 | 200,000 |
| Total | 2,700,000 | 2,425,000 | 9,197,314 | 5,345,353 | 11,897,314 | 7,770,353 |

¹⁾ Includes remuneration to a company that in which Olof Stenhammar owns a majority holding, comprising a fixed amount and a profit-based amount based on a licensing agreement. The profit-related portion comprises 1 percent of OMX's earnings after financial items. The remuneration for 2005 amounts to SEK 9,172,298 (5,324,175). The amount is paid quarterly in arrears. The contract, which was signed and is based on the formation of OM in 1985, ceased to apply effective January 1, 2006. Other benefits amount to SEK 25,016 (21,178).

EVALUATION OF THE WORK OF THE BOARD OF DIRECTORS

The Board of Directors evaluates its work continuously through open discussions and interviews between the Chairman of the Board and individual Board members. In addition, the Rules of Procedure of the Board prescribe that at one meeting of the Board of Directors during the year the Board shall carry out an evaluation of the work of the Board. With regard to the evaluation of the work of the Board in 2005, OMX engaged the external consulting company Alumni.

FINANCIAL REPORTING

Quality assurance of OMX's financial reporting is carried out by the Audit Committee's review of all of the company's financial reporting and the Board of Directors' consideration of interim reports and the financial statement. In addition, the Audit Committee regularly considers the company's financial reporting and in conjunction therewith valuation issues, changes in estimates and assessments and other, if any, circumstances that affect the quality of reporting as required. Furthermore, the Audit Committee examines risk reporting, information regarding risk assessments, disputes and any irregularities.

The Board issued a report on internal control for 2005 that only describes the way in which internal control of financial reporting is organized, but not how well it functioned during the year. The report was also unaudited. However, this restriction is in accordance with the statement issued by the Swedish Corporate Governance Board on December 15, 2005. The Board accepts this action since guidelines for auditing do not currently exist. However, OMX intends to issue an audited report on internal control that will contain a description of how internal control functioned in accordance with the code from the 2006 fiscal year.

For risk management, see OMX's 2005 Annual Report, Risk Management.

For the report on internal control in relation to financial reporting, see OMX's Code Reports, page 42.

For other internal control, see page 37.

INDEPENDENCE OF THE BOARD OF DIRECTORS

The Board of Directors has determined that Olof Stenhammar is not considered to be independent of the company and the management of the company due his membership of the Board of Directors of OMX for more than 12 years. In addition, Adine Grate Axén is not considered to be independent in relation to the major shareholders of the company due to her employment at Investor AB, which owns more than 10 percent of the votes and shares in OMX. All of the other members of the Board of Directors have been deemed to be independent.

REMUNERATION TO THE BOARD OF DIRECTORS

Remuneration to the Board of Directors is resolved at the Annual General Meeting.

The Annual General Meeting in 2005 resolved that remuneration to members of the Board of Directors who are not employed by the company would amount to SEK 2,400,000 of which SEK 700,000 to the Chairman of the Board and SEK 200,000 to Board members. It was also resolved that remuneration of a total of SEK 50,000 would be paid to each member of the Remuneration Committee and the Audit Committee.

The Extraordinary General Meeting held on August 19, 2005, resolved that remuneration to Hans Munk Nielsen would be SEK 200,000 annually.

EXECUTIVE MANAGEMENT TEAM

EXECUTIVE MANAGEMENT TEAM

OMX's Executive Management consists of Magnus Böcker, President and CEO, and head of the company's three business areas; Markus Gardien (President of Market Technology), Hans-Ole Jochumsen, (President of Information Services and New Markets) and Jukka Ruuska (President of Nordic Marketplaces). Kristina Schauman (Chief Financial Officer) and Bo Svejfors (Senior Vice President Marketing & Communications) are also members of executive management. These persons combine to form the Executive Management Team.

The secretary to the Executive Management Team was OMX's General Counsel Magnus Billing.

REMUNERATION TO THE EXECUTIVE MANAGEMENT TEAM

Remuneration to the President and CEO and the Executive Management Team is shown in the table below.

Salaries and other remuneration as well as quantitative and qualitative targets are set for the President and CEO on an annual basis by the Remuneration Committee, which are then ratified by the Board of Directors. The President and CEO sets targets for the Executive Management Team, which are ratified by the Remuneration Committee. The Remuneration Committee also approves the Executive Management Team's salaries and remuneration, which are reported to the Board of Directors. Targets for other employees are set by each line manager respectively.

Fixed salary

For the members of OMX's Executive Management Team, a review is conducted in alternate years. The review takes into consideration the salary trend in the market, employees' performance, changes in areas of responsibility, the company's development and local agreements and rules.

REMUNERATION TO THE EXECUTIVE MANAGEMENT TEAM

| (SEK) | | Fixed salary | Variable salary | Pension | Benefits | TOTAL |
|--|------|--------------|-----------------|-----------|----------|------------|
| CEO Magnus Böcker | 2005 | 4,636,230 | 1,498,000 | 1,007,400 | 95,190 | 7,236,820 |
| | 2004 | 3,885,640 | 554,400 | 850,080 | 75,059 | 5,365,179 |
| Executive Management, others ¹⁾ | 2005 | 13,908,558 | 3,888,040 | 2,453,046 | 636,117 | 20,885,761 |
| | 2004 | 11,902,488 | 1,239,750 | 2,232,620 | 407,013 | 15,781,871 |

¹⁾ Executive Management, others comprised the following six persons in 2005: President of Nordic Marketplaces, Jukka Ruuska; President of Market Technology, Klas Ståhl (until October 21, 2005), Markus Gardien (from October 24, 2005); Chief Financial Officer, Kristina Schauman; President of Information Services and New Markets, Hans-Ole Jochumsen, Chief Strategy Officer, Anders Reve-man (until April 30, 2005), and the President of Marketing & Communications Bo Svejfors (effective February 14, 2005).

Variable salary 2005 (Short Term Incentive)

For 2005, the program comprised quantitative and qualitative targets, of which 60 percent were quantitative targets and 40 percent were qualitative targets. The quantitative target for 2005 was related to the budgeted operating profit. The variable salary program, "Short Term Incentive 2005," involved about 150 managers and other key personnel. The maximum total variable portion that can be paid for 2005 is SEK 35 m, excluding social security expenses. Of the maximum SEK 21 m representing the quantitative part, SEK 8.5 m will be paid. Payment pertaining to the qualitative part is estimated at 70 percent of the maximum SEK 14 m, excluding social security expenses, for 2005.

For variable salary for 2004-2006, the maximum bonus for senior executives is 50 percent of fixed salary. The quantitative target is linked to return on capital employed and budgeted operating income.

Pensions

OMX offers its employees a premium-based occupational pension unless other arrangements are defined in local agreements or other regulations. OMX's pension plan for employees in Sweden offers the employees a market-rate occupational pension. Retirement age for employees, including the President and CEO and the Executive Management Team, is 65 years.

Other benefits

In general, OMX does not offer any benefits in addition to those that constitute local practice. Members of the Executive Management Team are entitled to medical insurance.

Severance terms

In general, a period of notice of three months applies for OMX employees when either side submits notice of termination. For members of the OMX Executive Management, the period of notice is six months from the employee and 12 months from the company. All members of the Executive Management Team are covered by a 12-month competition clause. The clause includes penalties. The competition clause and penalty in the employment contracts will be reviewed in 2006 and a new proposal will be presented to the Remuneration Committee during the first quarter of 2006.

AUDITORS AND AUDITORS' AUDIT

AUDIT

Auditors are elected by the Annual General Meeting. OMX has two permanent auditors and two deputy auditors.

AUDITORS

Permanent auditors

Peter Clemedtson, Authorized Public Accountant, PricewaterhouseCoopers AB, born 1956. Björn Fernström, Authorized Public Accountant, Ernst & Young AB, born 1950.

Deputies

Bo Hjalmarsson, Authorized Public Accountant, PricewaterhouseCoopers AB, born 1960. Per Hedström, Authorized Public Accountant, Ernst & Young AB, born 1964.

Neither the auditors (including deputy auditors) nor the auditing firms may hold any shares, or instruments entitling the holder to subscribe for shares, in OMX. Peter Clemedtson has been auditor of OMX since 2003. Other assignments include Ericsson, SinterCast, Gambro, Electrolux, Medivir, KMT and SEB.

Björn Fernström has been auditor of OMX since 1984. Other assignments include Elektronikgruppen BK, Klövern, Munters, Nordnet, Orc Software, Protect Data, Saab and Scania (deputy).

REMUNERATION TO OMX'S AUDITORS

The following remuneration was paid to auditors and accounting firms for auditing and audit-related services required by law as well as for advice and other assistance arising from observations made during the course of the auditing process. Remuneration was also paid for additional independent advice, mostly pertaining to audit related consultations on accounting and taxation issues in conjunction with company acquisitions and restructuring.

REMUNERATION TO THE GROUP'S AUDITORS

| (SEK 000s) | GROUP | | PARENT COMPANY | |
|---------------------------------|---------------|---------------|----------------|--------------|
| | 2005 | 2004 | 2005 | 2004 |
| PricewaterhouseCoopers | | | | |
| Auditing assignments | 9,022 | 6,907 | 3,050 | 2,680 |
| Other assignments ¹⁾ | 11,548 | 4,874 | 7,713 | 3,934 |
| Ernst & Young | | | | |
| Auditing assignments | 713 | 1,358 | 282 | 694 |
| Other assignments ²⁾ | 3,452 | 2,608 | 2,381 | 650 |
| KPMG | | | | |
| Auditing assignments | 422 | - | - | - |
| Other assignments | 1,055 | - | 325 | - |
| BDO Feinstein | | | | |
| Auditing assignments | 118 | 65 | - | - |
| Other assignments | 21 | 23 | - | - |
| Other auditors | | | | |
| Auditing assignments | 315 | 117 | - | - |
| Other assignments | 1,605 | 201 | - | - |
| TOTAL | 28,271 | 16,153 | 13,751 | 7,958 |

1) 2005 includes SEK 1,334,000 related to IFRS and costs in connection with the acquisition of CSE and Computershare of SEK 4,612,000. Otherwise pertains to other assignments, primarily tax consultation.

2) Relates mainly to IFRS, tax consultation and IT studies.

INTERNAL CONTROL

Internal control is a process carried out by the Board of Directors and the executive management, in addition to other employees, to ensure the following: efficiency of operations, which includes safeguarding assets and resources and adequate performance measurements; reliability of financial reporting, which includes the preparation of reliable financial statements in line with common company-wide accounting standards; and compliance with applicable laws and regulations.

The most important components of the internal control system are the control environment, risk assessment, control activities, information and communication, and monitoring of the internal control system.

As regards the control environment, it is imperative that the company maintain a high level of control consciousness, that responsibilities and authorities be clearly defined and that employees have the competence required by their different roles.

In the area of risk assessment, processes shall be in place to identify and analyze the risks to which the company is exposed.

Control activities include policies and processes that ensure that management directives are carried out. Such policies and processes comprise activities such as authorization instructions, reconciliation and performance reviews.

As regards information and communication, it is important that all relevant information be identified, captured and communicated in a form and time frame that enable employees to carry out their responsibilities. This flow shall function in all relevant directions.

Monitoring of the internal control system is required to ensure that the operations of the company are run efficiently and with the right level of quality. The monitoring process is an ongoing process. All internal control deficiencies shall be reported to the immediate manager, and serious matters shall be reported to the Executive Management Team and the Board. The Management, the Internal Audit unit and the Audit Committee have important roles in the monitoring process.

For the report on internal control regarding financial reporting, see OMX's Code Reports 2005, page 42.

INTERNAL AUDIT

The Internal Audit unit is an independent function within OMX that systematically evaluates the adequacy and efficiency of internal control and risk management, and compliance with legal and statutory requirements in the entire Group. The Internal Audit unit reports on an administrative level to the President and CEO of OMX and submits reports on operations to the Audit Committee. The operating principles for the Internal Audit unit are reviewed and approved annually by the Audit Committee and audits are carried out according to the Annual Plan approved by OMX's Board of Directors. The Internal Audit unit is currently made up of three certified auditors.

In carrying out its duties, the Internal Audit unit applies the internationally approved Standards for the Professional Practice of Internal Auditing published by The Institute of Internal Auditors (IIA) and internal control frameworks such as COSO and COBIT.

RISK MANAGEMENT

OMX's risk management process is outlined in the 2005 Annual Report page 65.

Executive Management Team

Magnus Böcker. President and CEO of OMX AB.

Born in 1961. Studies in business at the University of Stockholm. Employed by OMX since 1986.

Previous positions within OMX: 1996-2003, Vice President of OM and President of OM Technology; 1989-1996, Chief Financial Officer and member of the Executive Management. Chairman of the Board of Orc Software. Holdings in OMX: 210,736 shares, 10,000 warrants and 226,000 employee stock options.

Bo Svefors. Senior Vice President Marketing & Communications.

Born in 1951. M.Sc. in Business Administration, Stockholm School of Economics. Employed by OMX since 2003. Previous positions: 1989-2003 Independent consultant; 1985-1989 CEO Brindfors Advertising.

Holdings in OMX: 10 shares, 0 warrants and 0 employee stock options.

Markus Gerdien. President Market Technology.

Born in 1960. Studies in Computer Science at the University of Stockholm. Employed by OMX since 2005. Previous positions: 2002-2005, Observer Group AB: various positions, EVP Market & Business Development and EVP Communication Tools Division. 2000-2002 Common Agenda Venture Management AB: partner and Co-founder. 1988-2000 Front Capital Systems AB: various positions, Managing Director, Member of the Company Management Group and Sales and Marketing Manager.

Holdings in OMX: 10 shares, 0 warrants and 0 employee stock options.

Kristina Schauman. Chief Financial Officer.

Born in 1965. M.Sc. in Accounting and Finance, Stockholm School of Economics. Employed by OMX since 2004. Previous positions: 2001-2004, VP Corporate Finance, Investor AB, 1996-2001, Group Treasurer, Investor AB, 1995-1996, Financial Advisor, ABB Financial Services, 1989-1995 Stora Financial Services.

Holdings in OMX: 4,010 shares, 0 warrants and 0 employee stock options.

Jukka Ruuska. President Nordic Market Places.

Born in 1961. Master of Law (LL.M) and Master of Business Administration (MBA). Employed by OMX since 2000. Previous positions: 1997-2000, Director, Corporate Planning, HTC (Telecommunication Group); 1996-1997, Director, Corporate Planning, Finnet Group (Telecommunication).

Holdings in OMX: 75,010 shares, 8,000 warrants and 0 employee stock options.

Hans-Ole Jochumsen. President Information Services & New Markets.

Born 1957. M.Sc. (Econ). Employed since 1998. Previous employment: 1996-1998, President and member of Executive Management of BG Bank, 1994-1996, President and member of Executive Management of Girobank, 1990-1994, President and member of the Executive Management of BRFkredit.

Holdings in OMX: 137 shares, 0 warrants and 0 employee stock options.

Above details valid at February 28, 2006.



Magnus Böcker



Bo Svefors



Markus Gerdien



Kristina Schauman



Jukka Ruuska



**Hans-Ole
Jochumsen**



Board of Directors

Olof Stenhammar. Born in 1941. Chairman of the OMX Board. Founder of OMX in 1984 and member of the Board since 1984. Dr. Econ. & Phil h.c.

Chairman of the Board of AB Ratos, AB Basen, Åre 2007, Wilhelm Stenhammar Foundation and Mentor Foundation. Board member the Swedish Sea Rescue Society and Mentor Sverige. Member of SNS Board of Trustees, the Stockholm Chamber of Commerce and the Royal Swedish Society of Naval Sciences.

Holdings in OMX: 2,387,590 shares (including companies).

Birgitta Klasén. Born in 1949. Member of the Board since 2005. M.Sc. (Engineering).

Independent Consultant (Senior IT Advisor), Eniro; 1995-2005, CIO, Pharmacia & Upjohn, Telia and EADS (European Aeronautics Defence and Space Company). Member of the Board of Eniro.

Holdings in OMX: 2,000 shares.

Adine Grate Axén. Born in 1961. Member of the Board since 2002. M.Sc. (Econ.).

Director of Investor AB. Board member of Gambro AB, Grand Hôtel Holdings and Hi3G Access AB. Member of the Securities Council and the Industry and Commerce Stock Exchange Committee.

Holdings in OMX: 0 shares.

Bengt Halse. Born 1943. Member of the Board since 2003. Doctor of Technology h.c.

Former president of Saab AB, 1995-2003, before which, held several senior positions within Ericsson. Member of the Boards of TietoEnator Oyj, Denel (Pty) Ltd and Golf Engineers. Member of the Royal Swedish Academy of Engineering Sciences and the Royal Swedish Academy of War Sciences. Honorary member of the Royal Swedish Society of Naval Sciences and The Royal Aeronautical Society of the UK.

Holdings in OMX: 5,000 shares.

Tarmo Korpela. Born 1942. Member of the Board since 2003. B.A. (Political Science).

Special adviser to the Confederation of Finnish Industries; 1985-2004, Senior Vice President, Confederation of Finnish Industries and Employers. Chairman of Invest in Finland. Member of the Board of Finnvera Oyj.

Holding in OMX: 1,000 shares.



Urban Bäckström. Born in 1954. Board member since 2005. M.Sc. (Econ.).

Director General of the Confederation of Swedish Enterprise; 1994-2002 Governor of the Swedish Riksbank (Central Bank). Chairman of the Board of the Jönköping International Business School.

Holdings in OMX: 1,000 shares.

Hans Munk Nielsen. Born 1946. member of the Board since 2005. M.Sc. (Econ.).

Senior Vice President and CFO of the Danish company TDC A/S; Various earlier positions in Storebaeltsforbindelsen, Carl Bro Gruppen, Danske Bank and the Danish Ministry of Finance. Chairman of Collateralized Mortgaged Obligations Fonden, among others. Member of the Board of Nordea Invest.

Holdings in OMX: 0 shares.

Markku Pohjola. Born in 1948. Member of the Board since 2003. M.Sc. (Econ.).

Deputy Group CEO and Head of Group Processing and Technology of Nordea Bank AB (publ). President of Nordea Bank Finland Plc. Member of Group Executive Management of Nordea Bank AB (publ). Chairman of the Finnish section of the International Chamber of Commerce (ICC). Board member of Nordea Bank Finland, Nordea Bank Sweden, Nordea Bank Denmark and Nordea Bank Norway. Member of the Boards of the pension insurance company Varma and the Finnish Chamber of Commerce. Deputy Chairman of the Finnish Business and Policy Forum EVA and the Research Institute of the Finnish Economy ETLA. Member of the Kreditlaget management council.

Holdings in OMX: 1,000 shares.

Above details valid at February 28, 2006.



Olof Stenhammar



Birgitta Klasén



Adine Grate Axén



Bengt Halse



Tarmo Korpela



Urban Bäckström



Hans Munk Nielsen



Markku Pohjola

The Board of Directors' description of internal control over financial reporting for the financial year 2005

Introduction

According to the Swedish Companies Act and the Swedish Code of Corporate Governance the board is responsible for the internal control. This report has been prepared according to the Swedish Code of Corporate Governance, paragraphs 3.7.2 and 3.7.3 and guidelines issued by FAR and Svenskt Näringsliv and in line with the provisional rules announced 15 December 2005 by the Swedish Corporate Governance board. This report is not part of the formal financial statements.

The Board's report on the internal control regarding financial reporting for 2005 has not been reviewed by the company's auditors. According to FAR, the institute for the accountancy profession in Sweden, such a review is not consistent with good professional practice since necessary review criteria are lacking for 2005.

Due to transition difficulties, the Swedish Corporate Governance Board has provisionally decided, that the Board doesn't need to make a formal statement on how the internal control has functioned during 2005. The board of OMX has therefore decided not to submit a formal statement regarding how internal control over financial reporting has functioned during 2005. Consequently this report is limited to a description of how the internal control over financial reporting is organized.

The Board will in 2006 decide upon an objective and stringent approach to evaluate internal control over financial reporting. Results from the evaluations will serve as a firm foundation for the Board's statement regarding how well internal control over financial reporting works during 2006.

Framework for assessing internal control over financial reporting

OMX's system of internal control is designed to manage rather than to eliminate risk of failure in order to achieve business objectives, and can only provide reasonable and not absolute assurance against material financial statement misstatement or loss. The assessment of OMX internal control system is based on the widespread and acknowledged COSO-framework, Internal Control – Integrated Framework.

The COSO framework's five main components form the basis for the description of OMX internal control over financial reporting:

- Control Environment
- Risk Assessment policies and procedures
- Control Activities
- Information & Communication procedures
- Monitoring procedures of internal control over financial reporting.

Description of OMX Internal Control over Financial Reporting

CONTROL ENVIRONMENT

The Control Environment sets the tone of an organization, influencing the control consciousness of its people. It is the foundation for all other components of internal control, providing discipline and structure.

OMX has procedures and policies in place, such as Governance policy, Rules of Procedures for the Board of Directors, Instructions for the President and Authorization manual which denote the delegation of authority and approval rules regarding at which level individuals are authorized to make decisions concerning expenses, investments, legal agreements, client contracts etc. Reporting lines are in place to facilitate reporting in accordance with the organizational structure.

OMX accounting guidelines and principles are based on IFRS and have been implemented throughout OMX in order to secure conformity and stringency in financial reporting.

An HR policy exists to assure that appropriate measures are taken so that staff is of good character and competent in their specific roles. Procedures and templates for hiring, training, evaluating and promoting as well as compensation and role descriptions are defined and documented. There is also a policy that describes OMX code of conduct and ethics.

RISK ASSESSMENT

OMX faces a variety of risks from external and internal sources that must be assessed. A precondition to risk assessment is to have established objectives. Risk assessment is to identify and analyze relevant risks of not achieving the objectives.

The overall strategic direction is established and communicated throughout the organization in order to secure a basic understanding at all levels. Risk management is an integrated part of the planning process ensuring that business plans, objectives and actions reflect and describe how the strategic direction will be fulfilled.

A periodic risk assessment process, that includes estimation of risks and determination of the need for action, is established (ERM). Overall risk assessments are performed periodically and may result in specific actions to mitigate any unattended risks. The internal control over financial reporting is one of the areas that are evaluated in this process. Risk areas effecting financial reporting comprise of areas such as revenue recognition, compliance to group accounting standards, valuation of intangible assets, IT and fraud risks.

CONTROL ACTIVITIES

Control activities are procedures that help ensure management directives are carried out and that necessary actions are taken to address risks. Control activities occur throughout the organization, at all levels and in all functions. They include a range of activities as diverse as approvals, authorizations, verifications, reconciliations, reviews of operating performance, security of assets and segregation of duties.

OMX has operational and financial controls embedded in the operational and financial processes, to address significant identified risks, which may have an impact on financial reporting. The controls also cover financial applications crucial for financial reporting.

INFORMATION & COMMUNICATION

Well functioning information and communication channels are necessary to ensure a well functioning internal control system.

OMX has established communication channels across the legal entities to enable people to fulfill their responsibilities effectively and secure that management has the means to take timely and appropriate follow-up action on communications received from the organization. Policies, instructions, guidelines, handbooks etc. are made available to relevant personnel via OMX intranet.

Information systems produce reports that make it possible to run and control the business. These systems deal, not only with internally generated data, but also with information about external events, activities and conditions necessary to business decision-making and external reporting.

MONITORING

Monitoring is a process that assesses the quality of the internal control system's performance over time through ongoing monitoring activities, separate evaluations and a combination of the two.

Ongoing monitoring occurs in the course of operations. It includes regular management and supervisory activities, and other actions personnel take in performing their duties. Internal control deficiencies are reported upstream, with serious matters reported to top management and the Board.

Monitoring procedures and policies are defined and carried out to verify the efficiency of internal controls on a regular basis. Management responds to recommendations on internal control from the internal and external auditors.

The Internal Audit staff is independent of the activities they audit in terms of authority and reporting relationships and have no operating responsibilities. Internal Audit has the authority to examine any aspect of operations. Internal Audit has direct access and reports to the Audit Committee and Board independently of the line organization.

Annual report 2005

OMX AB (publ), 556243-8001

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Board of Directors' Report

The Board of Directors and the President of OMX AB (publ), corporate registration number 556243-8001 hereby submit the annual report and the consolidated accounts for 2005.

OMX owns and operates exchanges and clearing organizations in the Nordic Baltic region and develops, operates and maintains technology solutions for companies in the global financial markets.

Amounts are in millions of Swedish kronor (SEK m) unless otherwise stated. Amounts in parenthesis denote figures for 2004. OMX denotes the OMX Group, that is, OMX AB and its subsidiaries.

The 2005 year of operations for the Group

For OMX, 2005 was characterized by increased profitability, considerably higher exchange activity and continued strategic focusing through measures including the disposal and acquisition of operations. OMX's total revenues rose to SEK 3,136 m (3,106) for 2005. The increase in revenues was attributable to higher revenues in OMX Exchanges, which can partly be explained by increased trading activity and the fact that the Copenhagen Stock Exchange (CSE) has been part of the Group since January 1, 2005. At the same time, APK is no longer part of the Group since December 1, 2004. Furthermore, 2004 included revenue of SEK 200 m from the divestment of operations. The fourth quarter of 2005 included approximately SEK 30 m (0) as an extra, nonrecurring, volume-based trading revenue from EDX London. The reduction in revenues in the OMX Technology division was primarily attributable to the winding-up and divestment of operations.

The Group's total expenses decreased to SEK 2,241 m (2,499) during the year. Total expenses for 2005 included integration expenses of SEK 44 m (0) for the merger of OMX and CSE. In total, integration expenses are estimated at approximately SEK 60 m. Certain cost synergies resulting from the merger appeared for the first time during the fourth quarter of 2005. Total expenses for 2004 included an expense of SEK 99 m for the repayment of VAT and of SEK 130 m for the impairment of premises.

Operating income rose to SEK 910 m (616) during 2005. Operating income before depreciation amounted to SEK 1,136 m (859). Consolidated financial items amounted to an expense of SEK 64 m (expense: 48). This weakening in net financial items compared with 2004 is attributable in part to negative currency effects as a consequence of non-applicable hedge accounting of internal hedging transactions and, in part, to non-recurring effects, such as the impairment of receivables and interest pertaining to a tax ruling regarding NLK. In addition, the decline in market interest rates in 2004 resulted in an additional return on financial assets during that year.

Income after financial items amounted to SEK 846 m (568), while income after tax was SEK 543 m (383). Earnings per share amounted to SEK 4.65 (3.31).

Total assets at year-end amounted to SEK 10,612 m (6,620). The increase in total assets was attributable primarily to the acquisition of CSE and reporting of the market value of derivative positions within OMX Exchanges. The equity/assets ratio, excluding the market value of outstanding derivative positions, was 57 percent (58). At year-end, OMX had interest-bearing net debt of SEK 573 m (net asset: 155). The increase in net debt compared with the close of 2004 is primarily attributable to increased borrowing in connection with the acquisition of CSE. The net debt/equity ratio was 12 percent (negative: 4) at the end of the period.

At the close of the period, interest-bearing financial liabilities totaled SEK 1,907 m (1,362), of which SEK 1,409 m (700) was long term. At December 31, 2005, the Group's total approved credit facilities amounted to SEK 3,033 m (3,067), of which SEK 0 m (14) was utilized. Interest-bearing financial assets amounted to SEK 1,334 m (1,517), of which SEK 90 m (131) were financial fixed assets.

Key events during the year

MERGER WITH COPENHAGEN STOCK EXCHANGE

On December 1, 2004, an agreement was signed regarding a merger of OMX and the Copenhagen Stock Exchange (CSE). The merger is an additional step in realizing the vision of an integrated Nordic and Baltic securities market.

It was proposed that the merger should be effected through an offer by OMX to CSE's shareholders to acquire all outstanding shares in CSE. OMX offered 42,7448 newly issued shares in OMX in exchange for each CSE share or a cash consideration of DKK 3,050 per CSE share or a combination thereof. The offer was based on a value of all issued shares in CSE of DKK 1,220 m, including net cash of DKK 258 m on September 30, 2004.

By the end of the acceptance period on February 7, 2005, 383,914 CSE shares had been tendered, which combined with the 8,000 shares that OMX already held, corresponded to an acceptance level of about 99.4 percent of the total number of shares and votes in CSE, excluding own shares held by CSE. The Board of Directors of OMX therefore decided to complete the offer. OMX has acquired about 18 percent of the submitted shares in CSE in exchange for newly issued OMX shares and about 82 percent for a cash payment. Following authorization granted by OMX's Extraordinary General Meeting on February 3, 2005, the Company's share capital was increased by SEK 5,854,584 through the issue of 2,927,292 new shares. The total number of shares thereby increased to 118,474,307. CSE is consolidated within the Group effective January 1, 2005, when it became clear that the offer would be accepted and the integration process had begun. Newly issued shares in OMX, used in the acquisition of CSE (see page 71), were valued at the market price on February 7, which amounted to SEK 79.

Through increased operational efficiency, the merger is expected to result in annual cost savings of about SEK 30 m before tax. These cost savings are expected to attain full effect within three years, with the greatest portion already occurring within two years after completion of the transaction. In addition to cost savings, revenue synergies are expected to arise, in part through increased attractiveness of the marketplaces, cross-selling opportunities and the launch of new products. At the same time, certain negative synergies may arise through the harmonization of fee structures, for example.

Transaction costs are estimated at about SEK 39 m before tax, while restructuring costs are expected to amount to some SEK 60 m before tax. Of restructuring costs, SEK 44 m was expensed during 2005. The remaining integration costs are expected to be incurred during the first quarter of 2006.

PROCESS OF INTEGRATION WITH HELSINKI STOCK EXCHANGE

Integration activities that commenced in connection with the merger of OM and HEX in September 2003 were completed during the first quarter. Total cost synergies of more than SEK 150 m on a yearly basis have been attained, as planned.

ACQUISITION OF COMPUTERSHARE MARKETS TECHNOLOGY

In November, OMX signed a letter of intent with Computershare Ltd to acquire its Markets Technology operations for about SEK 250 m, to be paid over a period of five years. A definitive acquisition contract was signed by OMX and Computershare on January 31, 2006, following the close of the financial year. The operations will be consolidated within OMX effective February 1, 2006.

With more than 30 customers among the world's exchanges and securities depositories, Computershare Markets Technology is one of the major players in the market for exchange technology. The acquisition forms an important stage in the implementation of OMX's strategy to focus on growth in the increasingly international and rapidly changing marketplace segment, which comprises exchanges, clearing organizations and central securities depositories.

OMX acquires the operations by paying approximately SEK 250 m to Computershare, in the form of purchase price and license payments, of which, SEK 90 m is to be paid upon the implementation of the transaction and the remainder evenly distributed over a period of five years. For the 12-month period July 2004 through June 2005, the operation reported revenues of approximately SEK 100 m. Based on the level of operations in 2005, OMX estimates that the acquisition will add approximately SEK 25 m in operating income on a yearly basis, including immediately realized cost synergies but excluding transaction-related depreciation. The transaction is expected to generate cost and revenue synergies and an immediate positive contribution to earnings.

In November 2005, OMX and Computershare also agreed to establish a strategic partnership, initially with the purpose of providing services for issuers in the Nordic markets and to cooperate in offering advisory services on market-infrastructure matters.

RESTRUCTURING OF THE BANKS & BROKERS BUSINESS AREA WITHIN OMX TECHNOLOGY

In August 2005, OMX announced that it would be focusing its technology operations by divesting operations within its Banks & Brokers business area. The business area primarily comprises four parts. In November, it was announced that the Australian part of the operations, corresponding to approximately 5 percent of revenues in the business area, would be sold to GBST Holdings Ltd, effective January 1, 2006.

With regard to the Swedish part of the operations that offers development and maintenance of back office systems, and which is responsible for approximately 60 percent of the business area's revenues, plans were presented in December to establish, in cooperation with TietoEnator, a new leading supplier of solutions for securities handling in Northern Europe. According to the plans, the new company will have annual sales of approximately SEK 300 m and more than 200 employees. It is expected that this transaction will be concluded during the first quarter of 2006. The division of ownership in the new company has yet to be determined.

OMX has decided to retain, until further notice, the Swedish part of the operations that provides securities-administration services (back office for hire) within the Group. These operations, which accounted for 20 percent of the business area's revenues, were restructured during 2005 and are expected to generate a positive result during the second quarter of 2006.

The part of the operations based in the UK that targets banks and brokerages consists mainly of service sales in the area of securities administration. These operations, which represent approximately 15 percent of the business area's sales, grew during 2005 and are expected to generate a profit in the second quarter of 2006. OMX has decided to retain these operations until further notice.

Revenues in the Banks & Brokers business area amounted to approximately SEK 310 m during 2005 and earnings amounted to an operating loss of SEK 69 m. The loss reported by the business area is primarily attributable to the Swedish part of operations, which offers development and maintenance of systems for securities administration. According to OMX, the divestment of these operations and other restructuring measures in the business area will entail an improvement in OMX Technology's operating income of approximately SEK 10 m on a quarterly basis, calculated on the level of operations in the fourth quarter of 2005.

COOPERATION WITH ORC SOFTWARE

In September, OMX Technology and Orc Software signed an agreement regarding the joint development of a new front-office product for trade in shares and derivatives in several electronic markets. The agreement entailed 12 individuals employed in the development of the front-office product at OMX Technology being transferred to Orc Software effective October 1, 2005. Orc Software has thereby assumed responsibility for the continued development of the product. During an initial period extending until the end of 2006, OMX will be responsible for the costs for the development and commercialization of the new product; sales revenues will be shared between the partners once OMX has been reimbursed for its costs during the initial period. The launch of the new product is expected to take place in early 2006. The agreement also means that OMX Technology will obtain global distribution rights for Orc Software products, giving OMX Technology a complete front-office range and enhancing Orc Software's opportunities to secure additional sales.

NEW LEGAL STRUCTURE AND FUTURE TAX RATES

As part of the work to create an integrated marketplace in Stockholm, Copenhagen, Helsinki, Tallinn, Riga and Vilnius, OMX has grouped the ownership in these exchanges under the Finnish holding company OMX Exchanges Ltd which already owned the Helsinki

exchange. In connection with this, OMX has made the treasury function more efficient by centralizing it for all exchanges. An effect of this new structure is that the OMX Group's tax rates are estimated to amount to approximately 25 percent from 2006.

MANAGEMENT CHANGES

OMX's Group management consists of Magnus Böcker, Markus Gerdien, Hans-Ole Jochumsen, Jukka Ruuska, Kristina Schauman and Bo Svefors. During the third quarter, it was announced that Markus Gerdien had succeeded Klas Ståhl as the new President of OMX Technology effective October 24. As of February 14, 2005, Hans-Ole Jochumsen, President of the Information Services & New Markets business area, and Bo Svefors, Senior Vice President Marketing & Communications, are included in Group management. Effective May 1, 2005, Anders Reveman resigned from his position as Chief Strategy Officer and consequently also from Group management. He remains in the Group in an advisory capacity.

RULING IN TAX CASE INVOLVING NLK

NLK, an OMX associated company that leases machinery and equipment, has been involved in a tax case regarding the possibility to claim loss carryforwards for the 2000 tax year. The administrative court of appeal announced its ruling during the second quarter, which was not in NLK's favor. The ruling entailed a tax expense of SEK 67 m for OMX plus interest expense of SEK 10 m. These costs were charged to OMX's second-quarter earnings but did not affect OMX's cash flow.

OTHER DISPUTES

OMX continues to oppose the patent infringement claim brought by eSpeed against OMX. On February 23, 2005, OMX announced that the court had rejected eSpeed's claim of patent infringement and declared e-Speed's patent invalid. At January 25, 2005, e-Speed's claim amounted to approximately USD 100 m. In December 2005, the court rejected e-Speed's claim to declare null and void the jury's ruling of invalidity from February 2005.

During the second quarter of 2004, OMX rejected a claim for additional VAT repayments of approximately EUR 5 m excluding interest. Principal proceedings regarding an interim ruling in the case at the Helsinki District Court are expected to take place during the first half of 2006.

Within OMX Technology, a dispute is in progress regarding a system delivery. During 2005, OMX Technology conducted extensive discussions with the customer regarding collaboration on certain operation services with the intention of resolving the dispute.

OMX has made no provisions for ongoing disputes or changes in contingent liabilities during the period.

EXTRAORDINARY GENERAL MEETING

In accordance with the proposal by the Nomination Committee, the Extraordinary General Meeting of OMX on August 19, 2005 elected Hans Munk Nielsen as a Board member to replace Henrik Normann who left the Board on June 1, 2005.

Other information

OPERATIONS BEING DISCONTINUED

Since a decision has been made to discontinue operations within Banks & Brokers, these operations are reported as discontinued effective from the fourth quarter of 2005, although the discontinuation has yet to be implemented and OMX has decided to retain certain parts of the business until further notice. The OMX subsidiary APK, which was equivalent to the Settlement & Depository business area, was divested during the fourth quarter of 2004.

FINANCIAL TARGETS

The primary financial objective for OMX is to create long-term value for shareholders by creating value for customers, employees and other interested parties. OMX aims to create profitable growth with a return that exceeds the market's return requirement. Financial goals have been established as guidance for OMX to achieve this objective in the mid-term perspective. OMX's return on shareholders' equity shall amount to at least 15 percent and the debt/equity ratio shall be at a maximum of 30 percent. Through attaining these goals, OMX will be able to pay out increasing dividends to its shareholders and at the same time retain a sufficiently strong balance sheet taking into account the financial risk level.

FINANCING

During the first quarter of 2005, OMX refinanced its syndicated bank loan of SEK 2,100 m, which was extended to a five-year commitment from the banks included in the syndicate. This resulted in reduced financing expenses and lower refinancing risk. Financial covenants of SEK 2,100 m linked to the credit facility have been eliminated, but will be reapplied if OMX receives a credit rating of BBB or lower. An eight-year bond was issued during the second quarter and a three-year bond was issued in the first quarter, thereby extending and diversifying the Group's overall debt maturity structure in the loan portfolio.

CREDIT RATING

In February, OMX's long-term rating from Standard & Poor's was downgraded from A+ with a negative outlook to A with a stable outlook. The short-term rating of A-1 and the Nordic scale K1 remained unchanged. Standard & Poor's motivation was primarily increased goodwill in conjunction with the acquisition of CSE.

DEVELOPMENT

Each year, substantial investments are made in development efforts within the Group to create the optimum business solution for the needs of each individual customer and to secure OMX's position as market leader. Development efforts entail both developing new products and adding new functionality to existing products and platforms. During the financial year, the Group's total expenditure for development was SEK 263 m (120), of which SEK 200 m (102) was capitalized.

NUMBER OF SHAREHOLDERS

At year-end, the number of shareholders amounted to 13,189 (17,462). Swedish institutional ownership continued to increase during the year. At the end of 2005, Swedish institutions owned 72.7 percent (73.4) of the share capital. The total share of foreign ownership declined from 26.9 percent to 18.5 percent over the year.

FOREIGN BRANCHES

Three companies within the OMX Group have foreign branches, meaning branch offices with independent management. The Parent Company, OMX AB, and OMX Broker Services AB have affiliates in Finland. OMX Technology AB has branches in the UK and Finland.

ENVIRONMENTAL ISSUES

OMX's operations comprise the provision of services and products that have a limited affect on the external environment. OMX's greatest direct impact on the environment is, instead, through recycling different office products, from paper to different types of hardware. When making purchases, environmentally friendly material and products are always selected.

New organization and future development

OMX is a leading expert in the global exchanges sector. OMX's business model is based on generating competitive advantages and business from the network and experiences derived from owning and operating proprietary exchanges, combined with the development of technology and systems operation for customers throughout the world. OMX's vision is to be considered the world's leading partner for more efficient securities transactions.

In November, a new and simplified organizational structure for OMX was presented, which came into force January 1, 2006. The previous two divisions, OMX Exchanges and OMX Technology have been replaced by three business areas: Nordic Marketplaces, Information Services & New Markets, and Market Technology. Nordic Marketplaces will focus on realizing the vision of an integrated Nordic securities market. Operations will comprise OMX's exchange operations in Denmark, Finland and Sweden. Information Services & New Markets will initially comprise exchange-related information operations and OMX's Baltic markets in Estonia, Latvia and Lithuania. Market Technology will be based on the recently reorganized division OMX Technology and will continue to focus on providing world-leading market systems and services.

The purpose of the new structure is to create the best possible conditions for meeting customers' future needs and to facilitate the realization of the company's vision. The new organization shall enhance cost-efficiency, provide improved support for the integration of the Nordic market, further raise the level of service and increase focus on generating growth.

A streamlined unit for the operation of the Nordic marketplaces facilitates the re-

alization of the vision of a Nordic exchange. The integration of the three Nordic exchanges, Copenhagen, Helsinki and Stockholm, has made extensive progress and the harmonization taking place makes the Nordic marketplaces increasingly attractive for international investors. During 2006, measures including the introduction of a joint exchange membership and the launch of a joint Nordic exchange list will help generate further interest in the region.

By separating Information Services from the Nordic exchange operations, it is expected that these operations will develop better by more quickly being able to benefit from various business opportunities and by participating in partnerships and alliances. The establishment of the new business area will also increase focus on the Baltic marketplaces with their specific market requirements and pace of change. The business area will identify business opportunities with a high level of growth, both in terms of products and services. Among other developments, it will be possible to invest in completely new markets, such as in Central and Eastern Europe.

OMX's technology operations have undergone major changes during the past two years. Operations have been streamlined and extensive cost savings have been implemented. During 2005, the strategic focus on the marketplaces segment (exchanges, clearing organizations and securities depositories) continued, partly through the initiation of the divestment of operations targeting banks and brokerages and, partly, through the signing of an agreement with Computershare regarding the acquisition of its Markets Technology operations. Plans for 2006 include the integration of Computershare Markets Technology and an extended drive on markets in the Middle East and Africa. In addition, efforts to further develop the product and services portfolio will be intensified.

OUTLOOK – FIRST QUARTER 2006

During the first quarter of 2006, OMX Technology's revenues are expected to match the level reported in the fourth quarter of 2005. OMX Exchanges' revenue is largely dependent on stock market trends and trading volumes on the exchanges in Copenhagen, Helsinki and Stockholm. The Group's expenses are expected to match the level reported in the fourth quarter of 2005.

Accounting principles

Effective January 1, 2005, the OMX Group applies IFRS adopted by the European Commission. The introduction of the new standards has entailed a change in accounting principles, affecting the income statement and balance sheet. To achieve comparability regarding the Group's development and position, figures for comparison years have been recalculated. The effects of the transition to IFRS are detailed in Note 36.

The Parent Company, OMX AB, also primarily applies IFRS. Certain exceptions and additions are made in accordance with Swedish Financial Accounting Standards Council's recommendation RR 32, as a consequence of legislative stipulations, primarily in the Swedish Annual Accounts Acts and as a consequence of the connection between accounting and taxation. For further information regarding OMX's accounting principles, see page 59.

Significant events after the end of the year

On January 31, 2006, OMX signed an agreement with Computershare Ltd regarding the acquisition of Computershare's Market Technology operations, see page 44 for further information.

On February 7, 2006, OMX sold its holding of a total 1,749,700 shares in Oppgørsentral ASA (NOS) of Norway. OMX's gain from the sale amounted to slightly more than SEK 20 m, which will be reported among Other revenue for the first quarter of 2006.

OMX AB

The legal entity OMX AB, the Group's Parent Company, comprises the Group's corporate functions and conducts holding company operations on behalf of Group subsidiaries. Revenue totaled SEK 2,267 m (260) for the year. Income before appropriations and tax was SEK 1,999 m (loss: 680). Liquid assets totaled SEK 1 m (1). Investments amounted to SEK 59 m (51). The high revenues and earnings during the reporting period pertain to the internal sale of Stockholmsbörsen AB to OMX Exchanges Ltd.

Annual General Meeting

The Annual General Meeting will be held on Thursday, April 6, 2006, at 5.00 p.m., CET, at OMX's headquarters in Stockholm.

Proposed distribution of earnings

For the 2005 financial year, the Board proposes that a dividend totaling SEK 6.50 per share be paid, comprising an ordinary dividend of SEK 3.00 per share and an extra dividend of SEK 3.50 per share. The Board's ambition is that OMX's ordinary dividend shall, in the future, grow in pace with the company's earnings per share, taking OMX's long-term capital requirements into account.

The following earnings are at the disposal of the Annual General Meeting:

| | |
|------------------------|--------------------------|
| Income brought forward | SEK 484,055,438 |
| Income for the year | SEK 2,043,788,893 |
| TOTAL | SEK 2,527,844,331 |

The Board proposes that the earnings be distributed as follows:

| | |
|--|--------------------------|
| To the shareholders, ordinary dividend of SEK 3.00 per share | SEK 355,422,921 |
| To the shareholders, extra dividend of SEK 3.50 per share | SEK 414,660,075 |
| Total dividend to shareholders | SEK 770,082 996 |
| To be carried forward | SEK 1,757,761,335 |
| TOTAL | SEK 2,527,844,331 |

Each share in OMX conveys equal rights to dividends.

The proposed dividend to shareholders reduces OMX AB's equity/assets ratio from 62 percent to 58 percent and the consolidated equity/assets ratio to 53 percent. Provided that the Group's operations continue to be conducted profitably, this equity/assets ratio is satisfactory. It is deemed possible to maintain the solvency of the company and the Group at a similarly satisfactory level.

Shareholders' equity in the company includes (after consideration of the tax effect) unrealized gains of SEK 39 m resulting from the reporting of financial instruments at market value.

It is the view of the Board that the proposed dividend will not prevent the company or the companies within the Group from meeting their short and long-term obligations, nor from completing necessary investments. Consequently, the proposed dividend is justifiable with regard to the stipulations of Chapter 17, section 3, paragraphs 2-3 of the Swedish Companies Act (the "prudence principle"). The proposed distribution of earnings and proposed income statement and balance sheet shall be approved at the Annual General Meeting.

Concerning the earnings and position of the Group and the Parent Company in other regards, see the income statements and balance sheets below.

Consolidated income statement

| (SEK m) | Note | Jan 1, 2005 – Dec 31, 2005 | | | Jan 1, 2004 – Dec 31, 2004 | | |
|--|-------|--------------------------------------|---|-------------------|--------------------------------------|---|-------------------|
| | | Retained ¹⁾ operations | Operations ²⁾ being discontinued | OMX ³⁾ | Retained ¹⁾ operations | Operations ²⁾ being discontinued | OMX ³⁾ |
| REVENUE | | | | | | | |
| Net sales | 2 | 2,826 | 310 | 3,136 | 2,253 | 653 | 2,906 |
| of which, own work capitalized | | 92 | 33 | 125 | 53 | 21 | 74 |
| Other revenue | | - | - | - | 200 | - | 200 |
| Total revenue | | 2,826 | 310 | 3,136 | 2,453 | 653 | 3,106 |
| EXPENSES | | | | | | | |
| Premises | | -175 | -16 | -191 | -281 | -37 | -318 |
| Marketing expenses | | -37 | -3 | -40 | -34 | -11 | -45 |
| Consultancy expenses | 6 | -213 | -40 | -253 | -173 | -34 | -207 |
| Operations and maintenance, IT | | -148 | -84 | -232 | -111 | -206 | -317 |
| Other external expenses | 6 | -192 | -38 | -230 | -256 | -73 | -329 |
| Personnel expenses | 7 | -876 | -193 | -1,069 | -842 | -198 | -1,040 |
| Depreciation and impairment | 13,14 | -217 | -9 | -226 | -181 | -62 | -243 |
| Total expenses | | -1,858 | -383 | -2,241 | -1,878 | -621 | -2,499 |
| Participation in earnings of associated companies | 10 | 11 | 4 | 15 | 1 | 8 | 9 |
| OPERATING INCOME | | 979 | -69 | 910 | 576 | 40 | 616 |
| FINANCIAL ITEMS | | | | | | | |
| Financial revenue | 9 | 78 | - | 78 | 39 | 3 | 42 |
| Financial expenses | | -141 | -1 | -142 | -90 | - | -90 |
| Total financial items | | -63 | -1 | -64 | -51 | 3 | -48 |
| Income/loss after financial items | | 916 | -70 | 846 | 525 | 43 | 568 |
| Tax | 11 | -317 | 14 | -303 | -175 | -10 | -185 |
| NET PROFIT/LOSS FOR THE PERIOD | | 599 | -56 | 543 | 350 | 33 | 383 |
| of which, attributable to shareholders in OMX AB | | 592 | -42 | 550 | 349 | 33 | 382 |
| of which, attributable to minority interests | | 7 | -14 | -7 | 1 | - | 1 |
| Average number of shares, millions | | | | 118.108 | | | 115.547 |
| Number of shares, millions | | | | 118.474 | | | 115.547 |
| Average number of shares after full conversion, millions | | | 118.394 | | | 115.833 | |
| Number of shares after full conversion, millions | | | 118.760 | | | 115.833 | |
| Earnings per share, SEK ⁴⁾ | 33 | 5.01 | | 4.65 | 3.02 | | 3.31 |
| Earnings per share after full conversion, SEK ⁴⁾ | 33 | 5.01 | | 4.65 | 3.02 | | 3.31 |
| Proposed dividend per share, SEK | | | | 6.50 | | | - |

1) This column, combined with income/loss for the year for operations being discontinued forms the income statement in accordance with IFRS 5.

2) Operations being discontinued for 2005 include Banks & Brokers, for which discontinuation commenced in August 2005. For 2004, Banks & Brokers is included, as well as APK, which was divested during the fourth quarter of 2004.

3) The Board of Directors' Report refers to OMX including operations being discontinued, since management is responsible for such operations until discontinuation has been completed.

4) Earnings per share are calculated on the basis of the weighted average number of shares during the year.

Notes to the consolidated income statement

REVENUE

OMX's total revenue rose to SEK 3,136 m (3,106) during 2005. Adjusted revenue for the Group rose 8 percent compared with 2004, which included non-recurring revenue of SEK 200 m. The increase in revenue is attributable to higher revenues in OMX Exchanges, partly explained by increased trading activity and partly by the inclusion of the Copenhagen Stock Exchange (CSE) in the Group, effective January 1, 2005. At the same time, APK was no longer part of the Group, effective December 1, 2004. The decrease in revenue in the OMX Technology division is primarily attributable to the discontinuation and divestment of operations.

EXPENSES

The Group's total expenses decreased to SEK 2,241 m (2,499) during the year. Adjusted expenses for the Group remained largely unchanged compared with 2004, which included non-recurring expenses of SEK 229 m. Total expenses for 2005 include integration expenses pertaining to the merger of OMX and CSE of SEK 44 m (0). In total, the integration expense is expected to amount to approximately SEK 60 m. Certain cost synergies resulting from the merger arose for the first time during the fourth quarter of 2005.

OPERATIONS BEING DISCONTINUED

Since a decision has been made to discontinue operations within Banks & Brokers, these operations are reported as being discontinued effective from the fourth quarter of 2005, although the discontinuation has yet to be implemented and OMX has decided to retain certain parts of the business until further notice (see Board of Directors' report). The OMX subsidiary APK, which was equivalent to the Settlement & Depository business area, was divested during the fourth quarter of 2004.

PARTICIPATIONS IN THE EARNINGS OF ASSOCIATED COMPANIES

Participations in the earnings of associated companies decreased to SEK 8 m (21) from Orc Software, NLK, EDX London and NCSD. The decrease is primarily attributable to lower income in Orc Software.

NET FINANCIAL ITEMS

Net financial items for the Group amounted to an expense of SEK 64 m (expense: 48). The weakening in net financial items compared with 2004 was primarily the result of negative currency effects attributable to non-applicable hedge accounting for internal hedging transactions and non-recurring effects such as the impairment of receivables and accrued interest on VAT repayments. Furthermore, declining interest rates during 2004 resulted in an additional return in the form of capital gains on financial assets for 2004.

TAX

Tax expenses for 2005 amounted to SEK 303 m (185). The deviation for the Group from the nominal Swedish tax rate of 28 percent is primarily due to the inclusion of SEK 67 m in additional tax expenses relating to NLK.

CURRENCY EFFECTS

Currency effects had a marginal impact on the Group's operating revenue and operating income during the year.

SEGMENT REPORTING: PERFORMANCE PER DIVISION OMX EXCHANGES

For OMX Exchanges, 2005 was characterized by high trading activity, the integration of the Copenhagen Stock Exchange (CSE) and the creation of a common Nordic exchange. Examples of initiatives regarding the creation of the Nordic exchange include the proposal for a common Nordic exchange list, which is scheduled to be launched in October 2006 and is aimed at increasing the visibility of and interest in the listed companies. A common Nordic index family will also be launched during 2006. In January 2006, a common Nordic exchange membership was introduced, whereby a member company can transact business on the three Nordic exchanges through the same membership. Trading on the exchanges in the division was considerably more active during 2005 than in the preceding year, in terms of both share and derivative trading. APK is no longer part of the division as of December 1, 2004, while CSE has been part of the division as of January 1, 2005.

The division's revenue increased 14 percent to SEK 1,953 m (1,715) during the year. The increase compared to 2004 was primarily due to higher trading revenue on the stock exchanges in Helsinki, Stockholm and Copenhagen.

The division's expenses amounted to SEK 1,062 m (1,093) during 2005. The results from associated companies include a negative amount of SEK 21 m due to impairment in EDX London, in which OMX has a 24-percent interest. The division's operating income was SEK 901 m (618) after distribution of the results for the Parent Company and other functions in a negative amount of SEK 57 m (128), while return on capital employed was 17 percent. Operating income before distribution of the results for the Parent Company and other functions was SEK 958 m (746).

The division's trading revenue includes cash (primarily equities) and derivatives trading as well as clearing at OMX's exchanges in Copenhagen, Stockholm, Helsinki, Riga, Tallinn and Vilnius, along with the joint operations with Eurex and EDX London in derivatives trading. Trading revenue amounted to SEK 1,120 m (810), of which 55 percent derived from cash products and 45 percent from derivatives trading and clearing. The rise in trading revenue compared with the previous year is primarily attributable to the fact that CSE is now part of the Group and that trading activity has risen on all of the division's exchanges. The number of members on OMX's exchanges had increased to 148 (142) compared to 2004. During 2005, the average number of equity transactions per day rose 24 percent to 84,357 (68,093), compared with 2004. Equity turnover rose 22 percent to an average of SEK 27,782 m (22,814) per day. The turnover velocity in equity trading rose to 115 percent (114) during 2005.

During the year, the average total number of traded derivative contracts per day rose 7 percent to 478,240 (449,024), compared to the preceding year, of which Finnish options contracts on Eurex accounted for 63,358 (69,984) per day and Nordic derivatives contracts on EDX London for 75,980 (83,701) per day. Effective January 1, 2006, fees for certain customer segments regarding trading in primarily Swedish stock options have been reduced. The purpose of the reduction is to be able to offer more competitive fees with the aim of increasing trading.

Issuers' revenue derives from fees paid by listed companies and is related to the market capitalization of the listed companies. The increase in issuers' revenue to SEK 322 m (211) during 2005 is partly due to the inclusion of CSE in the Group and partly to increased market values. During 2005, 30 new companies were listed, while 36 companies were delisted, with the result that the total number of companies listed on the exchanges within OMX Exchanges declined to 679 (686) compared with 2004. At the same time, the total market capitalization of all listed companies rose 33 percent, from SEK 5,272 billion to SEK 7,012 billion.

Information revenue derives from the revenue OMX receives from the sale of trading information. The increase in information revenue to SEK 370 m (236) during 2005 was mainly due to CSE now being part of the Group. At the end of the year, OMX Exchanges had 169 (156) information vendors.

CSD revenue consists of revenue for clearing, settlement and deposit of equities and interest-bearing securities at the central securities depositories owned by OMX in Tallinn and Riga. The decrease in CSD revenue to SEK 32 m (279) for the year is due to APK no longer being part of the Group as of December 1, 2004.

Other revenue in the division was SEK 109 m (179) for the year. Other revenue consists primarily of training revenues, sales of information materials, line-connection revenue from members and certain license revenues related to OMX indexes.

OMX TECHNOLOGY

For OMX Technology, the year was characterized by a cautious market and continued efficiency enhancement efforts aimed at improving profitability. The total order value from external customers was essentially unchanged by the end of the year, compared with the corresponding time in 2004.

The division's revenue for the year was SEK 1,465 m (1,666). The decrease in revenue compared with the preceding year was primarily due to the discontinuation and divestment of operations within the framework of the streamlining and savings program implemented in the division.

The division's expenses amounted to SEK 1,461 m (1,681). The decrease in expenses was primarily due to the synergies from the merger with HEX and other efficiency-enhancement and savings measures.

The division's operating income was SEK 8 m (loss: 7), after allocation of the Parent Company's and other functions' loss of SEK 57 m (loss: 128). Return on capital employed was 1 percent. Operating income before allocation of the Parent Company's and other functions' results was SEK 65 m (121) during 2005, corresponding to an operating margin of 4.4 percent (7.3).

Investments in R&D, involving, among other projects, the next-generation trading system for marketplaces, totaled SEK 226 m (91) during the year, corresponding to 15 percent (6) of the division's revenue. SEK 170 m (81) of total investments in R&D for 2005 was capitalized. OMX considers that investments in R&D over time should remain at about 10 percent of the division's revenue.

Order intake during 2005 amounted to SEK 1,215 m (1,379), of which SEK 153 m (217) related to orders from OMX Exchanges. The total order value at year-end was SEK 2,702 m (2,812), of which orders for SEK 843 m (936) are delivered during the next 12 months. Total order value includes orders for OMX Exchanges to a value of SEK 794 m (915), of which orders for SEK 242 m (250) are due for delivery within a year.

License, project and support revenues rose compared with the preceding year, totaling SEK 875 m (820). The increase in revenue compared with the previous year is mainly attributable to increased sales to the marketplaces customer segment, primarily as a consequence of increased activity by existing customers. The marketplaces customer segment (exchanges, clearing organizations, and central securities depositories) accounted for 85 percent of license, project and support revenue. During the year, agreements were signed with, among other customers, the Thailand Futures Exchange for delivery of the CLICK XT trading system and the SECUR clearing system, with the Polish Power Exchange for delivery of the CONDICO trading system, NOS for delivery of SECUR, including ten years of support, and with TLX for delivery of CLICK XT. During the year, agreements were signed with Kaupthing Bank for delivery of back-office services, and with Abbey and Killik for delivery of back-office services in the UK. In addition, an agreement regarding a strategic partnership for the development of the next generation of front-office products was signed with Orc Software during the year. The partnership is expected to provide a positive impact on earnings during 2006.

Facility management revenue amounted to SEK 543 m (683) during the year. The decline in revenue compared with the preceding year was mainly due to lower internal sales resulting from the integration of HEX and CSE and the disposal of APK in Finland. The marketplaces segment and other customers accounted for 71 percent of revenue, and market participants for 29 percent. During the year, OMX Technology signed agreements with, among others, Nymex Europe for delivery of support services, with the Oslo Stock Exchange for a five-year extension of its facility management and support agreement, and with TLX for facility management and support over five years.

Other revenue, adjusted, amounted to SEK 47 m (163) for the year. This revenue mainly derived from advisory revenues, internal IT and the valuation of forward contracts to which hedge accounting is not applicable. In 2005, the effect of forward contracts amounted to a gain of SEK 10 m. During the year, OMX Technology signed agreements for about ten benchmarking studies with exchanges in various parts of the world. The participating exchanges gain access to a unique industry database containing comparative analyses in areas such as business revenue and cost-efficiency.

REVENUE AND INCOME PER REVENUE CLASS AND DIVISION

| Amounts in SEK m | 2005 | 2004 |
|---|--------------|--------------|
| Revenue | | |
| Trading revenue | 1 120 | 810 |
| Issuers' revenue | 322 | 211 |
| Information revenue | 370 | 236 |
| CSD revenue | 32 | 279 |
| Other revenue ¹⁾ | 109 | 179 |
| Total OMX Exchanges | 1 953 | 1 715 |
| License, support and project revenue | 875 | 820 |
| Facility Management Services | 543 | 683 |
| Other revenue ²⁾ | 47 | 163 |
| Total OMX Technology | 1 465 | 1 666 |
| Group eliminations | -282 | -275 |
| TOTAL REVENUE, GROUP | 3 136 | 3 106 |
| OPERATING INCOME | | |
| OMX Exchanges | | |
| Operating income ⁴⁾ | 901 | 618 |
| Operating margin, % | 46 | 36 |
| OMX Technology | | |
| Operating income ⁴⁾ | 8 | -7 |
| Operating margin, % | 1 | -0,4 |
| TOTAL OPERATING INCOME, GROUP³⁾ | 910 | 616 |

1) Includes gain of SEK 81 m from the divestment of APK in 2004.

2) Includes income from the sale of NGX of SEK 103 m in 2004.

3) Includes income from associated companies attributable to the Parent Company and other functions amounting to SEK 1 m for 2005 and SEK 5 m for 2004.

4) Includes distribution of the loss by the Parent Company and other functions of SEK 57 m (128) per division.

SENSITIVITY ANALYSIS AND REVENUE SOURCES

OMX EXCHANGES

TRADING REVENUES

During 2005, 58 percent of OMX Exchanges' trading revenues derived from share trading (spot) and 42 percent from trading and clearing related to derivative products. With respect to trading revenues from share trading, the two most important parameters are the value of the share turnover and the number of share transactions. A change in value of the average trading volume of 1 percent on an annual basis (assuming an unchanged number of transactions) will affect trading revenues by +/- SEK 6.5 m, calculated on the basis of trading during 2005.

With respect to revenue from trading and clearing related to derivative products, the two most important parameters are the number of derivative contracts and the magnitude of the option premiums. A change of the average daily derivative turnover of 1,000 contracts on an annual basis (assuming unchanged option premiums and product mix) will affect trading revenue by +/- SEK 0.9 m, calculated on the basis of trading during 2005.

ISSUERS' REVENUES

Issuers' revenues derive from the fees that listed companies pay and are directly related to the listed companies' market value. A ten-percent change in the total market value of OMX Exchanges will affect issuers' revenue by +/- SEK 5.4 m, calculated on an annual basis from 2005 levels and based on the business conducted during the year.

INFORMATION REVENUES

OMX Exchanges sells trading information to slightly more than 100 companies that distribute the information to a large number of end users. Information vendors are invoiced in arrears. The size of the fee depends on the number of end users.

CSD REVENUES

CSD revenues consist of revenues from clearing, settlement and deposit of equities and interest-bearing securities at securities depositories owned by OMX in Tallinn and Riga.

OTHER REVENUES

Other revenues consists primarily of training revenues, the sale of information material, line connection fees for members and certain license revenues related to OMX indexes.

REVENUE SOURCES, OMX TECHNOLOGY

LICENSE, SUPPORT AND PROJECT REVENUES

After OMX Technology has developed and sold a system solution, the customer licenses the right to use the software. Each project involves individual adaptations to the specific requirements of the customer, for instance, relating to functionality and capacity. This development, testing and installation work generates project revenue that is invoiced continually according to degree of completion. When OMX Technology provides a system solution, it undertakes to continually upgrade, develop and maintain the system and receives regular support revenues for this work.

With regard to major system solutions for customers such as exchanges and clearing organizations, license and project revenue is mostly fixed and recognized in relation to the degree of completion. Support revenue is mainly fixed and contracts usually extend for five years. A certain portion of license revenue is also recurring, and contracts run for a longer period. As regards system solutions to market participants such as banks and brokerage firms, license fees are primarily variable and revenue is recognized on an ongoing basis while project revenue is recognized in relation to the degree of completion. Support revenue from this type of customer is mainly variable and recognized as income on an ongoing basis.

REVENUES FROM FACILITY-MANAGEMENT SERVICES

Facility Management Services involve OMX Technology assuming responsibility for the continuous support of a system platform for a customer, for which OMX Technology receives recurring support revenue. Revenue from Facility Management Services can be both fixed and volume based. Contract times vary between one and seven years.

OTHER REVENUES

Other revenues consist mainly of advisory revenues, internal IT and the effect of the valuation of forward contracts not applicable for hedge accounting.

Consolidated balance sheet

| Amounts in SEK m | Note | December 31, 2005 | December 31, 2004 |
|--|-------|-------------------|-------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Intangible fixed assets | 13 | | |
| Goodwill | | 2,955 | 1,947 |
| Capitalized expenditure for R&D | | 334 | 311 |
| Other intangible fixed assets | | 519 | 127 |
| Tangible fixed assets | 14 | | |
| Equipment | | 354 | 366 |
| Financial fixed assets | 29 | | |
| Participations in associated companies | 10 | 623 | 633 |
| Other investments held as fixed assets | 16 | 56 | 50 |
| Deferred tax assets | 11 | 237 | 401 |
| Receivables from related parties | 8 | 15 | - |
| Other long-term receivables | 17 | 163 | 144 |
| Total fixed assets | | 5,256 | 3,979 |
| Current assets | | | |
| Short-term receivables | 28,29 | | |
| Accounts receivable – trade | 19 | 367 | 413 |
| Market value, outstanding derivative positions | 18 | 2,312 | - |
| Receivables from related parties | 8 | 9 | - |
| Tax receivables | 11 | 37 | 38 |
| Other receivables | 20 | 714 | 241 |
| Prepaid expense and accrued income | 21 | 587 | 572 |
| Financial assets available for sale | 22 | 328 | 544 |
| Cash equivalents | 34 | 915 | 833 |
| Assets held for sale | 4 | 87 | - |
| Total current assets | | 5,356 | 2,641 |
| TOTAL ASSETS | | 10,612 | 6,620 |

| Amounts in SEK m | Note | December 31, 2005 | December 31, 2004 |
|--|---------------|-------------------|-------------------|
| SHAREHOLDERS' EQUITY AND LIABILITIES | | | |
| Shareholders' equity | 23 | | |
| Share capital (118,474,307 shares, par value SEK 2) | | 237 | 231 |
| Other capital contributions | | 3,271 | 3,045 |
| Other reserves | | 100 | -37 |
| Profit brought forward | | 1,127 | 566 |
| Equity attributable to shareholders in Parent Company | | 4,735 | 3,805 |
| Minority interest | | 14 | 30 |
| Total shareholders' equity | | 4,749 | 3,835 |
| Long-term liabilities | 29 | | |
| Interest-bearing long-term liabilities | 24 | 1,409 | 700 |
| Deferred tax liability | 11 | 26 | - |
| Other long-term liabilities | 24 | 19 | 30 |
| Provisions | 25 | 154 | 78 |
| Total long-term liabilities | | 1,608 | 808 |
| Short-term liabilities | 28, 29 | | |
| Liabilities to credit institutions | | 498 | 448 |
| Accounts payable – trade | | 137 | 210 |
| Tax liabilities | 11 | 20 | 5 |
| Market value, outstanding derivative positions | 18 | 2,312 | - |
| Other liabilities | 26 | 701 | 376 |
| Accrued expenses and prepaid income | 27 | 546 | 782 |
| Provisions | 25 | 41 | 156 |
| Total short-term liabilities | | 4,255 | 1,977 |
| TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES | | 10,612 | 6,620 |

For information on the Group's pledged assets and contingent liabilities, see Notes 30, 31 and 32.

NOTES TO THE BALANCE SHEET

Consolidated goodwill amounted to SEK 2,955 m (1,947) at year-end. Consolidated goodwill pertains primarily to OMX Exchanges, and refers to strategic acquisitions of operations with a long history and stable and strong cash flow. Goodwill relating to the Stockholm Stock Exchange, which was acquired in 1998, was SEK 590 m (590). Goodwill related to HEX, which was acquired in 2003, amounted to SEK 1,361 m (1,297). Goodwill related to the acquisition of the Copenhagen Stock Exchange in 2005 amounts to SEK 924 m. Exchange-rate fluctuations have had a positive effect of about SEK 64 m on goodwill relating to HEX since the end of 2004, and have affected goodwill relating to CSE positively by about SEK 17 m since the acquisition. Other intangible assets of SEK 853 m (438) consist mainly of capitalized development costs for system products that are amortized over a period of 3-10 years and valued on an ongoing basis against current market conditions, as well as intangible assets attributable to the acquisition of CSE. The increase compared with the preceding year is due mainly to the acquisition of the Copenhagen Stock Exchange. Testing for possible needs for impairment recognition in intangible assets is conducted on an ongoing basis. At year-end, the Group's deferred tax assets amounted to SEK 237 m (399). During the year, provisions were utilized in an amount of SEK 142 m.

The Group's investments in other intangible assets during the year were SEK 296 m (220), of which SEK 200 m (102) pertain to development work. Investments in tangible fixed assets amounted to SEK 85 m (105). The market value of OMX's holding in the associated company Orc Software (4.5 million shares) was SEK 398 m (259) at year-end, while the book value was SEK 62 m (78).

Each year, substantial investments in research and development are made within the Group, aimed at creating the optimal business solution for each individual customer's needs. Development work involves both developing new products and adding new functionality to existing products and platforms.

TOTAL INVESTMENTS IN R&D

| Amounts in SEK m (of which, expensed) | 2005 | | 2004 | |
|---------------------------------------|------------|-------------|------------|-------------|
| OMX Exchanges | 29 | (7) | 29 | (8) |
| OMX Technology | 226 | (56) | 91 | (10) |
| Parent Company and other functions | 8 | (-) | - | (-) |
| TOTAL GROUP | 263 | (63) | 120 | (18) |

Changes in consolidated shareholders' equity

See Note 23

| Amounts in SEK m | Note | Share capital | Attributable to shareholders in the Parent Company | | | Minority interest | Total shareholders' equity |
|--|------|---------------|--|----------------|-----------------------------|-------------------|----------------------------|
| | | | Other capital contributions | Other reserves | Profit/loss brought forward | | |
| OPENING BALANCE, JANUARY 1, 2004 | | 231 | 3,045 | -40 | 245 | 2 | 3,483 |
| Minority interest | | | | | | 27 | 27 |
| Translation differences | | | | 3 | -61 | | -58 |
| Profit for 2004 | | | | | 382 | 1 | 383 |
| OPENING BALANCE, JANUARY 1, 2005 | | 231 | 3,045 | -37 | 566 | 30 | 3,835 |
| Effect of transition to IAS 39 | | | | | 24 | | 24 |
| New issue, net after transaction costs of SEK 0 | | 6 | 226 | | | | 232 |
| Minority interest | | | | | | -23 | -23 |
| Translation differences | | | | 125 | | | 125 |
| Financial assets available for sale; | | | | | | | |
| Reassessments reported directly against shareholders' equity | | | | 20 | | | 20 |
| Tax attributable to items reported directly against shareholders' equity | 11 | | | -8 | | | -8 |
| Change in associated companies' shareholders' equity | | | | | -6 | | -6 |
| Profit for 2005 | | | | | 543 | 7 | 550 |
| CLOSING BALANCE, DECEMBER 31, 2005 | | 237 | 3,271 | 100 | 1,127 | 14 | 4,749 |

Consolidated cash-flow statements

(in accordance with the indirect method)

See Note 34

| Amounts in SEK m | Note | Jan 1, 2005 – Dec 31, 2005 | Jan 1, 2004 – Dec 31, 2004 |
|---|-------|----------------------------|----------------------------|
| OPERATING ACTIVITIES | | | |
| Operating income from retained operations | | 979 | 576 |
| Operating income from operations being discontinued | | -69 | 40 |
| Total operating income | | 910 | 616 |
| Adjustments for items not included in cash flow | | | |
| Depreciation | 13,14 | 216 | 242 |
| Impairment | 13,14 | 10 | 1 |
| Utilization of provisions | 25 | -144 | -242 |
| Participations in earnings of associated companies | 10 | -14 | -8 |
| Capital loss | | - | -209 |
| Other adjustments | | -1 | -19 |
| Financial items | 9 | -56 | -47 |
| Income tax paid | 11 | -113 | -174 |
| Total cash flow from current operations before changes in operating income | | 808 | 160 |
| Changes in working capital | | | |
| Operating receivables | | -3 | 51 |
| Operating liabilities | | -250 | 400 |
| Total changes in working capital | | -253 | 451 |
| Cash flow from operating activities | | 555 | 611 |
| INVESTING ACTIVITIES | | | |
| Investments in intangible assets | 13 | -312 | -248 |
| Investments in tangible assets | 14 | -85 | -105 |
| Cash flow from associated companies | 10 | -13 | 15 |
| Acquisitions of subsidiaries | 5 | -937 | 24 |
| Sale of subsidiaries | | - | 408 |
| Sale of operations within subsidiaries | | 29 | - |
| Change in other shares and participations | | - | 82 |
| Change in long-term receivables | 17 | -11 | -1 |
| Change in long-term liabilities | 24 | -20 | 13 |
| Change in short-term investments of more than three months | | 210 | -89 |
| Other | | - | 1 |
| Cash flow from investing activities | | -1 139 | 100 |
| FINANCING ACTIVITIES | | | |
| Dividend | | - | - |
| Change in financial receivables | | 76 | -56 |
| Loans raised | | 553 | 500 |
| Amortization of loans | | - | -1 204 |
| Change in current trading account | | -6 | -33 |
| Cash flow from financing activities | | 623 | -793 |
| CHANGE IN CASH EQUIVALENTS | | 39 | -82 |
| Cash equivalents – opening balance | | 833 | 907 |
| Exchange-rate difference in cash equivalents | | 43 | 8 |
| Cash equivalents – closing balance | | 915 | 833 |

Income statement - Parent Company

| Amounts in SEK m | Note | Jan 1, 2005 – Dec 31, 2005 | Jan 1, 2004 – Dec 31, 2004 |
|---|-------|----------------------------|----------------------------|
| REVENUE | 2 | | |
| Net sales | | 112 | 141 |
| Other revenue | | 2,155 | 119 |
| Total revenue | | 2,267 | 260 |
| EXPENSES | | | |
| Premises | | -109 | -99 |
| Marketing expenses | | -14 | -31 |
| Consultancy expenses | 6 | -36 | -35 |
| Operations and maintenance, IT | | -1 | -3 |
| Other external expenses | 6 | -26 | -23 |
| Personnel expenses | 7 | -32 | -49 |
| Depreciation and impairment | 13,14 | -25 | -16 |
| Total expenses | | -243 | -256 |
| OPERATING INCOME | | 2,024 | 4 |
| FINANCIAL ITEMS | 9 | | |
| Income/loss from other securities and receivables that are fixed assets | | -1 | -627 |
| Other interest revenues and similar revenues | | 52 | 22 |
| Interest expense and similar expenses | | -76 | -76 |
| Total financial items | | -25 | -681 |
| INCOME/LOSS AFTER FINANCIAL ITEMS | | 1,999 | -677 |
| Tax | 11 | 45 | 44 |
| NET INCOME/LOSS FOR THE PERIOD | | 2,044 | -633 |

Balance sheet - Parent Company

| Amounts in SEK m | Note | December 31, 2005 | December 31, 2004 |
|---|--------|-------------------|-------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Intangible fixed assets | 13 | | |
| Capitalized expenditure for R&D | | 8 | 2 |
| Tangible fixed assets | 14 | | |
| Equipment | | 109 | 83 |
| Financial fixed assets | 28 | | |
| Shares in group companies | 15 | 7,852 | 4,759 |
| Other investments held as fixed assets | 16 | 4 | 4 |
| Deferred tax assets | 11 | 46 | 101 |
| Other long-term receivables | 17 | 83 | 7 |
| Total fixed assets | | 8,102 | 4,956 |
| Current assets | | | |
| Short-term receivables | 28, 29 | | |
| Accounts receivable – trade | 19 | 0 | 2 |
| Receivables from group companies | | 356 | 205 |
| Other receivables | 20 | 21 | 17 |
| Prepaid expense and accrued income | 21 | 38 | 46 |
| Short-term investments | 22 | - | 1 |
| Cash and bank balances | 34 | 1 | 1 |
| Total current assets | | 416 | 272 |
| TOTAL ASSETS | | 8,518 | 5,228 |
| SHAREHOLDERS' EQUITY AND LIABILITIES | | | |
| Shareholders' equity | | | |
| Share capital (118,474,307 shares, par value SEK 2) | 23 | 237 | 231 |
| Statutory reserve | | 2,503 | 3,069 |
| Profit brought forward | | 484 | 55 |
| Income for the year | | 2,044 | -633 |
| Total shareholders' equity | | 5,268 | 2,722 |
| Long-term liabilities | | | |
| Interest-bearing long-term liabilities | 24, 29 | 1,409 | 700 |
| Other long-term liabilities | | 18 | 16 |
| Total long-term liabilities | | 1,427 | 716 |
| Short-term liabilities | | | |
| Liabilities to credit institutions | 28, 29 | 498 | 448 |
| Accounts payable – trade | | 38 | 21 |
| Liabilities to subsidiaries | | 1,227 | 1,048 |
| Tax liabilities | 11 | 21 | 22 |
| Other liabilities | 26 | 1 | 216 |
| Accrued expenses and prepaid income | 27 | 38 | 35 |
| Total short-term liabilities | | 1,823 | 1,790 |
| TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES | | 8,518 | 5,228 |
| Pledged assets | 31 | - | - |
| Contingent liabilities | 32 | 1,483 | 953 |

Cash-flow statement and shareholders' equity - Parent Company

Cash-flow statements (in accordance with the indirect method), see Note 34

| Amounts in SEK m | Jan 1, 2005 – Dec 31, 2005 | Jan 1, 2004 – Dec 31, 2004 |
|---|----------------------------|----------------------------|
| OPERATING ACTIVITIES | | |
| Operating income | 2,044 | 4 |
| Adjustments for items not included in cash flow | | |
| Depreciation | 25 | 16 |
| Utilization of provisions | - | -12 |
| Capital loss | -2,155 | -178 |
| Financial items | -25 | -52 |
| Other items | -17 | -3 |
| Income tax paid | 0 | -6 |
| Total cash flow from current operations before changes in operating income | -139 | -231 |
| Changes in working capital | | |
| Operating receivables | -337 | 7 |
| Operating liabilities | -195 | 249 |
| Total changes in working capital | -532 | 256 |
| Cash flow from operating activities | -671 | 25 |
| INVESTING ACTIVITIES | | |
| Change in intangible assets | -7 | 0 |
| Change in tangible assets | -52 | -51 |
| Cash flow from associated companies | -440 | -630 |
| Sale of subsidiaries | - | 371 |
| Change in other shares and participations | - | 67 |
| Change in long-term receivables | -7 | -1 |
| Cash flow from investing activities | -500 | -244 |
| FINANCING ACTIVITIES | | |
| Change in financial receivables | -3 | -6 |
| Change in financial liabilities | 1,162 | 226 |
| Cash flow from financing activities | 1,159 | 220 |
| CHANGE IN CASH EQUIVALENTS | -1 | 1 |
| Cash equivalents – opening balance | 2 | 1 |
| Cash equivalents – closing balance | 1 | 2 |

Changes in shareholders' equity, see Note 23

| Amounts in SEK m | Share capital | Restricted reserves | Unrestricted shareholders' equity | Total |
|--|---------------|---------------------|-----------------------------------|--------------|
| OPENING BALANCE, JANUARY 1, 2004 | 231 | 3,068 | 70 | 3,369 |
| Adjustment for change in accounting principles | | | -12 | -12 |
| ADJUSTED SHAREHOLDERS' EQUITY, JANUARY 1, 2004 | 231 | 3,068 | 58 | 3,357 |
| Income/loss 2004 | | | -636 | -636 |
| Other | | 1 | | 1 |
| OPENING BALANCE, JANUARY 1, 2005 | 231 | 3,069 | -578 | 2,722 |
| Adjustment for change in accounting principles | | | 32 | 32 |
| ADJUSTED SHAREHOLDERS' EQUITY, JANUARY 1, 2005 | 231 | 3,069 | -546 | 2,754 |
| New issue | 6 | | 226 | 232 |
| Changes between restricted and unrestricted shareholders' equity | | -566 | 566 | 0 |
| Profit 2005 | | | 2,044 | 2,044 |
| Other | | | -10 | -10 |
| Group contributions | | | 344 | 344 |
| Tax on Group contributions | | | -96 | -96 |
| CLOSING BALANCE, DECEMBER 31, 2005 | 237 | 2,503 | 2,528 | 5,268 |

Accounting principles

OMX AB (publ), corporate registration number 556243-8001 is a limited liability company registered in Sweden. The Parent Company has its registered office in Stockholm and is listed on the Stockholm Stock Exchange, the Copenhagen Stock Exchange and the Helsinki Stock Exchange. OMX pertains to the OMX Group, comprising OMX AB and subsidiaries.

The consolidated accounts were approved for publication by the Board on February 16, 2006 and will be presented to the Annual General Meeting on April 6, 2006 for approval.

Amounts are in SEK millions (SEK m) unless otherwise stated. Amounts in parentheses indicate values for 2004.

SUMMARY OF MAJOR ACCOUNTING PRINCIPLES

The most central accounting principles applied in the preparation of the consolidated accounts are stated below. These principles have been applied consistently for all of the years presented unless otherwise stated. The effects of the transition to IFRS on prior years are presented separately in Note 36.

COMPLIANCE WITH STANDARDS AND LEGISLATION

The consolidated accounts have been prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and the interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) approved by the European Commission for application within the EU. This financial report is the first complete financial report prepared in accordance with IFRS. In connection with the transition from the accounting principles applied previously to reporting in accordance with IFRS, the Group applied IFRS 1, the standard that outlines how the transition to IFRS shall be reported. In addition, the Swedish Financial Accounting Standards Council's recommendation RR 30 Supplementary Accounting Regulations for Groups has been applied.

Note 34 summarizes the effects of the transition to IFRS on the Group's earnings, financial position and reported cash flows.

The Annual Report of the Parent Company has been prepared in accordance with the Annual Accounts Act and the Swedish Financial Accounting Standards Council's recommendation RR 32 Accounting for Legal Entities. RR 32 entails that in the Annual Report for the legal entity, the Parent Company shall apply all IFRS standards and statements approved by the EU as far as possible within the framework of the Annual Accounts Act and with respect for the connection between accounting and taxation. The recommendation states which exceptions and additions may be made in relation to IFRS. The Parent Company applies the same accounting principles as the Group except where the applicability of IFRS in the Parent Company is limited as a consequence of the Annual Accounts Act and the law on the safeguarding of pension commitments. The differences in the Reporting of the Parent Company and the Group are described below under "Parent Company's accounting principles."

BASIS FOR THE PREPARATION OF THE REPORTS

The Parent Company's functional currency is SEK, which is also the reporting currency for the Parent Company and the Group. This means that the financial reports are presented in SEK. Unless otherwise indicated, all amounts are rounded off to the nearest thousand. Assets and liabilities are reported at their acquisition value, except for certain financial assets and liabilities that are reported at fair value. Financial assets and liabilities reported at fair value comprise derivative instruments, financial assets classed as financial assets reported at fair value in the income statement or as financial assets that can be sold.

Fixed assets and disposal groups held for sale are reported at the lower of their previous carrying amount or their fair value after deductions for sales costs. Preparing

financial reports in accordance with IFRS requires that management make evaluations, estimations and assumptions that affect the application of the accounting principles and the reported amounts for assets, liabilities, revenues and costs. Estimations and assumptions are based on historical experience and a number of other factors that may be considered reasonable under prevailing conditions. The results of these estimations and assumptions are then used to evaluate the carrying amounts of assets and liabilities not otherwise clear from other sources. The actual outcome may deviate from these estimations and assumptions.

Estimations and assumptions are regularly reviewed. Changes in estimations are reported in the period in which the change is made, if the change affects only that period, or in the period in which the change is made and subsequent periods if the change affects both the period concerned and subsequent periods.

Evaluations made by management in the implementation of IFRS that have a significant effect on financial reports and the estimations made that may entail material adjustments in subsequent years' financial reports are described in greater detail in Note 1.

CONSOLIDATED ACCOUNTING SUBSIDIARIES

Subsidiaries are all companies in which OMX has the right to devise financial and operative strategies in a manner normally associated with a shareholding amounting to more than half of voting rights. Subsidiaries are included in the consolidated accounts from the date on which the Group gains this decisive influence. Subsidiaries are excluded from the consolidated accounts from the date on which the decisive influence ceases.

The purchase accounting method is used for the reporting of the Group's acquisitions of subsidiaries. The cost of an acquisition comprises the fair value of assets transferred in payment, issued equity instruments valued at the market price on the transaction date and liabilities arising or assumed on the date of transfer, plus costs directly attributable to the acquisition. The identifiable acquired assets, assumed liabilities and contingent liabilities associated with an acquisition are initially valued at fair value on the date of acquisition, regardless of the extent of any minority interests. The surplus consisting of the difference between the acquisition value and the fair value of the Group's share of identifiable acquired net assets is reported as goodwill. If the acquisition cost is less than the fair value of the acquired subsidiary's net assets, the difference is reported directly in the income statement.

Group-internal transactions, balance sheet items and unrealized gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated, unless the transaction is evidence of the need for impairment to be recognized in the transferred asset. The accounting principles for subsidiaries have been changed, where necessary, to guarantee the consistent application of Group principles.

ASSOCIATED COMPANIES

An associated company is an operation that is neither a subsidiary nor a joint venture, but one in which OMX exercises a controlling influence over its management and where OMX's ownership is of a permanent nature. Associated companies are accounted for using the equity method and are initially valued at acquisition value. The carrying amount of the Group's holdings in associated companies includes goodwill (net after possible impairment) identified on acquisition.

The Group's share of the associated company's earnings generated following the acquisition is reported in the income statement and its share of changes in provisions following the acquisition is reported among provisions. Accumulated changes following the acquisition are reported as changes in the carrying amount of the holding. If the Group's share of an associated company's losses amounts to or exceeds its holding in

the associated company, including any unsecured receivables, the Group will not report further losses unless it has assumed obligations or made payments on behalf of the associated company.

Unrealized gains on transactions between the Group and an associated company are eliminated in relation to the Group's holding in the associated company. Unrealized losses are also eliminated, unless the transaction is evidence of the need for impairment to be recognized in the transferred asset. The accounting principles for associated companies have been changed, where necessary, to guarantee the consistent application of principles within the Group.

SEGMENT REPORTING

A business segment is a group of assets and operations providing products or services exposed to risks and opportunities that differ from those applicable to other business segments. Geographic segments provide products and services within an economic environment exposed to risks and opportunities that differ from those applicable to other economic environments.

OMX is divided into two divisions – OMX Exchanges and OMX Technology. Geographically, OMX is divided into four regions: the Nordic region, the rest of Europe, North America and Asia/Australia. The geographic grouping corresponds to regions where the company's operations have relatively similar system solutions, rules and regulations and customer behavior. Effective January 1, 2006, operations will be divided into three divisions – Nordic Marketplaces, Information Services & New Markets and Market Technology.

CURRENCY TRANSLATION

FUNCTIONAL CURRENCY AND REPORTING CURRENCY

Items included in the financial reports of the various units within the Group are valued in the currency used in the economic environment in which each company mainly operates (functional currency). In the consolidated accounts, SEK is used, which is the Parent Company's functional and reporting currency.

TRANSACTIONS AND BALANCE SHEET ITEMS

Transactions in foreign currencies are translated into the functional currency according to the exchange rates applicable on the transaction date. Exchange-rate gains and losses arising through the payment of such transactions and on the translation of monetary assets and liabilities in foreign currencies at the exchange rate applicable on the closing date are reported in the income statement. The exception is where transactions represent hedges meeting the requirements for hedge accounting of cash flows or net investments where gains and losses are reported against shareholders' equity. Translation differences for non-monetary items, such as shares classed as financial assets that can be sold, are entered in the reserve for fair value in shareholders' equity.

GROUP COMPANIES

The earnings and financial position of all Group companies (of which none uses a high-inflation currency), which use a functional currency other than the reporting currency, are translated into the Group's reporting currency in accordance with the following:

- assets and liabilities for each balance sheet are translated at the closing date exchange rate,
- revenues and expenses for each income statement are translated at the average exchange rate, and
- all exchange-rate differences that arise are reported as a separate item in shareholders' equity.

In consolidation, exchange-rate differences arising as a consequence of the translation of net investments in foreign operations, borrowing and other currency instruments identified as hedges for such investments are allocated to shareholders' equity. In the divestment of foreign operations, such exchange-rate differences are reported in the income statement as part of the capital gain/loss. Goodwill and adjustments of fair value arising in the acquisition of foreign operations are treated as assets and liabilities associated with those operations and are translated at the closing date exchange rate.

TANGIBLE FIXED ASSETS

Tangible fixed assets are reported at their acquisition value with deductions for depreciation and possible impairment. The acquisition value includes expenses directly attributable to the acquisition of the asset. Depending on which alternative is suitable, additional expenses are added to the carrying amount of the asset or are reported as a separate asset only if it is probable that future financial advantages associated with the

asset will benefit the Group and if the acquisition value of the asset can be ascertained in a reliable manner. All other forms of repairs and maintenance shall be reported as costs in the income statement during the period in which they are incurred. Straight-line depreciation is conducted over five years, which is estimated to be the asset's useful life. Assets' residual value and useful life are tested and adjusted as necessary. An asset's carrying amount is immediately written down to its recoverable amount if the asset's carrying amount exceeds its estimated recoverable amount. On divestment, gains and losses are determined by comparing the sales proceeds and the carrying amount and are reported in the income statement.

INTANGIBLE FIXED ASSETS

Intangible fixed assets are reported at their acquisition value with deductions for amortization and possible impairment. The acquisition value includes expenses directly attributable to the acquisition of the asset. Depending on which alternative is suitable, additional expenses are added to the carrying amount of the asset or are reported as a separate asset only if it is probable that future financial advantages associated with the asset will benefit the Group and if the acquisition value of the asset can be ascertained in a reliable manner.

GOODWILL

Goodwill comprises the amount by which the acquisition value exceeds the fair value of the Group's share of the net assets of the acquired subsidiary/associated company at the time of acquisition. Goodwill on the acquisition of subsidiaries is reported as an intangible asset. On the acquisition of associated companies, goodwill is included in the holding in the associated company.

For acquisitions made before January 1, 2004, goodwill has been reported, following impairment testing, at an acquisition value equivalent to that reported in accordance with previous accounting principles.

Goodwill is deemed to have an indeterminate lifetime and is divided among cash-generating units at as detailed a level as possible and is tested annually to identify possible impairment. The Group's goodwill values are attributable mainly to the acquisitions of the Nordic exchanges within the Exchanges division, where each legal company represents a cash-generating unit. The carrying amount is the acquisition value less accumulated impairment. Gains or losses on the divestment of a unit include the remaining carrying amount of the goodwill attributable to the divested unit.

OTHER INTANGIBLE FIXED ASSETS

Other intangible fixed assets are amortized on a straight-line basis over an expected useful life of three to 20 years. All other intangible fixed assets are tested annually to identify possible impairment needs.

Systems development expenses

All expenditures for research are charged as an expense when they arise. Expenses relating to the development of new products are treated as intangible assets when they fulfill the following criteria: it is likely that the asset will provide future financial benefit to the Group (for example contribute a positive cash flow), the acquisition value can be calculated in a reliable way, the company intends to take the asset to completion, and that company management has the technical, financial and other resources to complete development, use or sell the asset. Important documentation for the verification of such capitalization includes business plans, budgets, outcomes and external evaluations. In certain cases, capitalization is based on the company's estimation of future outcome, such as prevailing market conditions.

The acquisition value of an internally developed intangible asset is the total of those expenses incurred from the time when the intangible asset first fulfils the criteria set out by generally accepted accounting principles (see criteria above).

Internally developed intangible assets are reported at acquisition value with deductions for accumulated impairment losses and any write-downs.

Revenue from in-house work carried out during the financial year on company assets that have been carried forward as fixed assets is reported in the income statement under the heading "Own work capitalized." The item relates only to capitalized personnel expenses.

No reduction of personnel expenses has been made for work that relates to capitalized assets. Instead, these expenses have been met by the reported revenue. Own work capitalized has therefore no impact on income but does have a negative impact on the operating margin.

Brands and licenses

Brands and licenses are reported at their acquisition value. Brands and licenses have a limited useful life and are reported at acquisition value less accumulated amortization. Straight line depreciation is applied to distribute the cost of brands and licenses across their estimated useful lifetime (five to 20 years).

Software

Acquired software licenses are capitalized on the basis of the costs arising when the software concerned is acquired and brought into use. These costs are amortized over the estimated useful lifetime (three to five years). Costs for the development or maintenance of software are expensed as they arise. Costs closely associated with the production of identifiable and unique software controlled by the Group, which generates probable financial benefit for more than a year and exceeds the costs, are reported as intangible assets. Costs closely associated with the production of software include personnel costs for software development and a reasonable portion of attributable indirect costs. Development costs for software reported as assets are amortized over their estimated useful life.

Borrowing expenses

Borrowing expenses are not capitalized as an asset but expenses directly through the income statement.

IMPAIRMENT

Assets with an undefined useful life are not depreciated/amortized but tested annually for impairment. Depreciated assets are assessed for reduction in value whenever events or changes in conditions indicate that the carrying amount may not be recoverable. Impairment is recognized in the amount by which asset's carrying amount exceeds its recoverable value. The recoverable value is the higher of an asset's fair value less sale costs and its value in use. In assessing the need for impairment, assets are grouped at the lowest level at which separately identifiable cash flows exist (cash-generating units).

FINANCIAL INSTRUMENTS

The Group classifies its financial instruments according to the following categories:

- financial assets valued at fair value in the income statement
- loan receivables and accounts receivable
- financial instruments held to maturity
- financial assets that may be sold
- financial liabilities valued at fair value in the income statement
- other financial liabilities.

The classification depends on the purpose for which the instruments were acquired. Management determines the classification of instruments on the first occasion on which they are reported and reassesses their classification on each report occasion.

A financial asset or liability is entered in the balance sheet when the company becomes a party to the contractual conditions of the instrument. Accounts receivable are recognized in the balance sheet once the invoice has been sent. Liabilities are recognized when the corresponding party has performed its undertaking and the company is liable for payment, even if the invoice has not yet been received. Accounts payable are recognized when invoices are received.

A financial asset is derecognized in the balance sheet when the rights conveyed by the agreement are realized, when they mature or when the company loses control over them. The same applies to part of a financial asset. A financial liability is derecognized in the balance sheet when the obligations of the contract have been met or otherwise concluded. The same applies to part of a financial liability.

Acquisitions and disposals of financial assets are recognized on the date of the transaction, the date on which the Group undertakes to acquire or divest the assets, except in cases where the company acquires or divests listed securities, in which case settlement date accounting is applied.

Financial assets valued at fair value in the income statement

This category has two subordinate categories: financial assets held for trade and those initially categorized as valued at fair value in the income statement. A financial asset is classified in this category if it is primarily acquired with the purpose of being sold within a short space of time or if this classification is determined by management. Derivative instruments are also categorized as held for trade if not identified as hedges. Assets in this category are classified as current assets if held for trade or expected to be sold within 12 months from the closing date.

Loan receivables and accounts receivable

Loan receivables and accounts receivable are non-derivative financial assets with fixed or determinable payments that are not listed in an active market. They are characterized by the fact that they arise when the Group makes funds, goods or services available directly to a customer without intending to trade the resulting receivable. They are included among current assets with the exception of items maturing more than 12 months after the closing date, which are classified as fixed assets. Loan receivables and accounts receivable are included under the heading accounts receivable and other receivables in the balance sheet.

Financial instruments held to maturity

Financial instruments held to maturity are non-derivative financial assets with fixed or determinable payments and a fixed term, which Group management intends and is able to hold to maturity.

Financial assets that may be sold

Financial assets that may be sold are non-derivative assets that have either been allocated to this category or not classified within any other category. They are included among fixed assets unless management intends to divest the asset within 12 months from the closing date.

Financial liabilities valued at fair value in the income statement

Financial liabilities valued at fair value in the income statement are derivatives with negative fair values unless identified as hedges.

Other financial liabilities

Other financial liabilities denotes financial liabilities other than those included in the category financial liabilities valued at fair value in the income statement. Borrowing is included among other financial liabilities, initially at fair value, net after transaction costs. Borrowing is subsequently reported at accrued acquisition cost and any difference between the amount received (net) and the repayment amount is distributed over the term of the loan as interest expense applying the effective interest method.

Purchases and sales of financial instruments are reported on the transaction date, that being the date on which the Group undertakes to purchase or sell the asset. Financial instruments are initially valued at fair value plus transaction costs, which applies to all financial assets not valued at fair value in the income statement. Financial instruments are removed from the balance sheet once the right to obtain cash flows from the instrument has expired or been transferred and the Group has in principle transferred all of the risks and benefits associated with the rights of ownership.

Financial assets that may be sold and financial assets valued at fair value in the income statement are reported at fair value after the time of acquisition. Accounts receivable are reported at the amount expected to be received less deductions for doubtful receivables judged on an individual basis. Because accounts receivable are expected to have a short maturity period, values are reported at a nominal amount without discounting. Impairment losses on accounts receivable are reported among operating expenses. Loan receivables are reported at their accrued acquisition value applying the effective interest method. Realized and unrealized gains and losses resulting from changes in fair value with regard to the category financial assets valued at fair value in the income statement are included in the income statement in the period in which they arise. Unrealized gains and losses resulting from changes in the fair value of non-monetary instruments classified as instruments that may be sold are reported in shareholders' equity. When instruments classified as instruments that may be sold are divested or when there is a need for these to be written-down, the accumulated adjustments of fair value are entered in the income statement as revenue from financial instruments.

CASH EQUIVALENTS

Cash equivalents include cash and bank balances and other short-term investments maturing within three months and that can easily be converted into cash.

SHARE CAPITAL

Transaction costs directly attributable to the issuing of new shares or options are reported net after tax in shareholders' equity as a deduction from the proceeds of the new share issue. In the event that a Group company acquires shares in the Parent Company (repurchase of own shares), the purchase price paid, including directly attributable transaction costs (net after tax) reduces that part of shareholders' equity that relates to shareholders in the Parent Company until the shares have been canceled, reissued or

divested. If these shares are subsequently sold or reissued, the amount received, net after directly attributable transaction costs and income tax effects, is reported in that part of shareholders' equity that relates to shareholders in the Parent Company.

DEFERRED TAX

Current income tax for Swedish and foreign Group companies is reported under the heading Taxes in the income statement. The companies are liable to pay taxes according to applicable legislation in each country. National income tax for the Parent Company amounted to 28 percent and is calculated on nominally entered earnings with additions for non-deductible items, deductions for non-taxable revenues and other deductions, primarily untaxed dividends from subsidiaries.

In the balance sheet, deferred tax liabilities and assets are calculated on the basis of temporary differences between the carrying amounts and taxable values of assets and liabilities, as well as other tax-related deductions or deficits.

Deferred tax assets are reported at a value considered true and fair and only when it is likely that it will be possible to realize the underlying loss carryforwards within the foreseeable future. The reported values are reviewed at each closing date.

Deferred tax liabilities and assets are calculated on the basis of the expected tax rate at the time when the temporary difference is reversed. The effects of changes in applicable tax rates are recognized in income in the period in which the change becomes law. See Note 11.

EMPLOYEE BENEFITS

PENSION COMMITMENTS

According to IAS 19, pension obligations are classified as defined-contribution plans or defined-benefit plans. The defined-contribution plans are mainly accounted for at the cost (premium/ contribution) incurred during the fiscal year for securing employee pension benefits. In these cases, there is no need to perform an actuarial evaluation of the pension plan from an insurance perspective and the Group's earnings are charged for expenses in pace with the benefits being earned.

Defined-benefit plans must be established according to the present value of all defined-benefit obligations and the fair value of any assets under management. In that case, the "Projected Unit Credit Method" is used to calculate obligations and costs, in which consideration is also given to future salary increases.

Following the divestment of APK during 2004, OMX has only defined-contribution pension obligations and in the event that companies with defined-benefit plans are acquired, management will determine whether there is cause and opportunity to replace the defined-benefit plan with a defined-contribution plan.

EMPLOYEE STOCK OPTION PROGRAM

OMX issued employee stock options during the years 2000, 2001 and 2002. The theoretical value of the allocated options was set in accordance with the accepted stock option valuation model (Black & Scholes) at the time of allocation. If the share price exceeds the redemption price when the options are redeemed, the employee is entitled to receive shares or compensation in cash for the difference between the share price and the redemption price. This is known as a "cash-settled plan." The options were allocated free of charge, and their fair value was reported as a liability as of January 1, 2004, when the transition to IFRS 2 took place. The valuation of the liability is affected by changes in the fair value of the options and by personnel turnover, and this is reported as changes in personnel costs in the income statement. In order to limit dilution, secure the provision of shares upon exercise of these options and limit the outflow of liquidity due to social security contributions in the event of a price increase, an agreement was signed earlier with an external party to provide OMX shares if and when the options are exercised (share swap). As described under "Financial instruments," above, the share swap will be valued at the fair value on an ongoing basis. Changes in the fair value are transferred to the income statement and reported as changes in personnel costs, and thus limit the effect of changes in the fair value of the personnel stock options as described above. The financing costs for the share swap are reported as a financial expense.

For OMX employees in countries where social security contributions are payable for share-related benefits, the social security contributions are expensed on an ongoing basis for the benefit of the employee. The benefit consists of the fair value of the options as described above.

The options issued to OMX personnel during 2003 were issued at their fair value and the payment was booked as shareholders' equity.

COMPENSATION UPON TERMINATION OF EMPLOYMENT

Compensation is payable upon termination of employment when an employee is giv-

en notice of termination of employment before the normal pension time, or when an employee voluntarily resigns in exchange for such compensation. The Group reports severance pay when it is demonstrably obliged either to lay off employees irrevocably in accordance with a detailed formal plan, or to pay compensation upon termination of employment resulting from an offer made to encourage voluntary resignation.

VARIABLE SALARY

The Group reports a liability and an expense for variable salary, based on a Group-wide program, "Short-term Incentive 2005." See Note 7.

The Group reports a provision when there is a legal obligation to do so, or an informal obligation based on prior practice.

PROVISIONS

Provisions are reported in the balance sheet when the Group has an existing legal or informal obligation in this regard due to the occurrence of an event that can be expected to result in an outflow of financial benefits that can reasonably be estimated.

Provisions for restructuring costs are reported when the Group has presented a detailed plan for implementing the measures, the plan has been communicated to the parties concerned, and a well-founded expectation has been created. See Note 25.

DERIVATIVE INSTRUMENTS AND HEDGING MEASURES

Derivative instruments comprise, among others, futures, options and swaps that are used to cover the risk of exchange-rate fluctuations or exposure to interest-rate risks. Changes in the value of derivative instruments are reported in the income statement, based on the purpose of the holding. If the derivative is used for hedge accounting, to the extent that this is effective, changes in the value of the derivative are reported on the same line of the income statement as the hedged item. Even if hedge accounting is not applied, increases or decreases in the value of the derivative are reported as income or expense in Operating profit/loss or in Net financial income/expense, depending on the purpose for which the derivative instrument is being used and whether its use relates to an operating item or a financial item. In hedge accounting, ineffective parts are reported in the same way as value changes of derivatives not used for hedge accounting.

If hedge accounting is not applied when interest swaps are used, the interest coupon is reported as interest and any other value change of the interest swap is reported as other financial income or other financial expense.

Gains and losses relating to hedges are reported in the income statement at the same time as gains and losses are reported for the items hedged.

In cases where the conditions for hedge accounting are no longer fulfilled, derivative instruments are reported in the income statement at their fair value, with the value change, in accordance with the principle described above.

DERIVATIVE POSITIONS AT OMX EXCHANGES

By virtue of their clearing operations in the derivatives markets, OMX exchanges are formally the counterparty in all derivative positions traded via the exchanges. However, the derivatives are not used by the exchanges for the purpose of trading on their own behalf but should be seen as a way of documenting the counterparty guarantees given in clearing operations. The counterparty risks are measured using models that are agreed with the financial inspection authority of the country in question. The risk situation in regard to the risks involved in liquidating positions is unchanged compared with before. According to IAS 39/IAS 32, the market value of the above-mentioned derivative positions must be reported gross in the balance sheet after netting by customer where an offset possibility exists.

CALCULATION OF FAIR VALUE

The fair value of financial instruments that are traded in an active market (such as market-listed derivative instruments, financial assets held for trading and financial assets that can be sold) is based on quoted market prices on the reporting date. The quoted market price used for the Group's financial assets is the current bid rate, while the quoted market price used for financial liabilities is the current offer rate. The fair value for financial instruments that are not traded in an active market (such as OTC derivatives) is determined by using valuation techniques. The Group uses a number of different methods and makes assumptions based on the market conditions that prevail on the reporting date. Quoted market prices or quotes by brokers for similar instruments are used for long-term liabilities.

Other techniques, such as calculation of discounted cash flows, are used to determine the fair value of the remaining financial instruments. The fair value for interest swaps is calculated as the present value of the estimated future cash flows. The fair value of currency fu-

tures is determined based on market prices for currency futures on the reporting date.

The par value of accounts receivable and accounts payable, less any perceived credits, is assumed to correspond to their fair value. The fair value for financial liabilities is calculated, for clarification in notes, by discounting the future contracted cash flow to the current market rate of interest available to the Group for similar financial instruments.

COLLATERAL PLEDGED TO OMX'S EXCHANGE OPERATIONS

Through their clearing operations, OMX's exchanges enter as the counterparty into each options and futures contract, thereby guaranteeing the fulfillment of each contract. Customers, who either through an option or futures contract, incur a financial obligation towards OMX's exchanges, must pledge collateral against this obligation in accordance with the specific rules regulating this area. Most of the collateral pledged comprises cash and securities issued by the Swedish State. For other collateral pledged, see Note 31.

CONTINGENCIES

A contingency relates to a possible commitment arising from events that have occurred but where the actual commitment can only be confirmed by the occurrence of one or more uncertain future events that are not fully within the company's control, or a commitment that arises from events that have occurred but are not reported as liabilities or provisions due to the fact that it is unlikely that an outflow of resources will be required to regulate the commitment, or that the size of the commitment cannot be calculated with sufficient accuracy.

REVENUE RECOGNITION

The Group's reported net sales relate primarily to trading revenue and the sale of systems and services. Revenue is recognized in the income statement when the product or service has been delivered in accordance with the applicable terms and conditions for delivery and it is probable that future economic benefits will flow to the company and these benefits can be measured reliably. Interest income is recognized on a time proportion basis that is calculated on the basis of the yield on the underlying asset. Dividends are recognized in the income statement when the shareholders' right to receive payment is established. Income received in the form of assets (for example shares) is valued at fair value on the transaction date.

OMX EXCHANGES

Revenues within this division comprise, in addition to trading revenues, premium revenues for options written and payments for futures sold. Premium revenue and expenses as well as futures payments made and received are shown as net figures in the income statement. Consequently, current account assets and liabilities are reported according to the net accounting principle in the balance sheet where right of offset applies. Revenue from new issues, information sales and CSD operations is recognized on a continuous basis.

OMX TECHNOLOGY

OMX applies the percentage-of-completion method to its technology sales, license and project revenues. In applying the percentage-of-completion method, income is recognized in line with the completion (development) of a project. An anticipated loss on a project is immediately treated as an expense. The fundamental premise of the percentage-of-completion method is that project revenue and expenditure can be accurately assessed and that the degree of development can be reliably established. At OMX, the degree of development is established through the relationship between the hours that have been worked by the year-end and the estimated number of project hours in total. The occasional project arises for which an accurate assessment of project revenue and expenditure cannot be made when the year-end accounts are prepared. In such cases, revenue is instead determined using zero-settlement. In these cases, the rule is that the project revenue is reported as expenditure incurred to date, which means that income is reported as zero until such time as it can be accurately calculated. Thereafter, the percentage-of-completion method is applied as soon as possible. A present-value calculation has been performed for those project receivables that do not fall due within 12 months. Income from support and facility management services is recognized on a continuous basis as services are rendered and across the contract period.

INTERNAL SALES

The main principle for transactions between companies within the Group is that the price is determined according to market price. Market price is the price an external customer is willing to pay or the price an external supplier would charge for providing the service.

In cases where comparable market prices cannot be established, the price of the

transaction is determined according to the cost-coverage method plus a margin. The cost-coverage method entails remuneration for direct costs as well as a reasonable part of the indirect costs that the company has accumulated while providing the service. Any internal profit that arises as a result is eliminated within the Group.

Common functions, such as premises-leasing expenses and office services, are invoiced between companies within the Group according to the cost-coverage method.

LEASING

In the consolidated accounts, leasing is classified as financial or operational leasing. Financial leasing applies where the financial risks and benefits associated with ownership are, to all intents and purposes, transferred to the lessee. Where this is not the case, operational leasing applies.

In the case of operational leasing, leasing fees are expensed over the period of the lease, which commences when usage starts. OMX only has operational leasing commitments.

DIVIDENDS

Dividends to the Parent Company's shareholders are reported as a liability in the Group's financial reports in the period when the dividend is approved by the Parent Company's shareholders.

FIXED ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

When a decision has been made to discontinue an asset or cash-generating unit by selling it, the asset or unit in question is classified as being held for sale.

Assets classified as being held for sale are reported separately in the balance sheet at the lower of carrying amount and fair value, with a deduction made for selling cost. Earnings of discontinued operations and operations in the process of being discontinued are reported in a separate column in the income statement.

Losses resulting from decreases in value when assets are classified for sale are included in the income statement.

CASH-FLOW STATEMENT

The cash-flow statement was prepared in accordance with the indirect method. Financial investments with a duration in excess of three months are not included in cash equivalents. Accordingly, cash equivalents may fluctuate when there are changes in the duration of investments.

CURRENT TRADING ACCOUNT

The current trading account's assets and liabilities in OMX's exchange operations have been reported according to the net accounting principle within the respective clearing operations in cases where a right of offset exists.

CLARIFICATION CONCERNING FUTURE STANDARDS

When the consolidated financial statements were prepared as at December 31, 2005, the following standards and interpretations had been published but had not yet come into effect:

Standard or interpretation (date effective)

IAS 1 Amendment – Capital Disclosures (2007-01-01)*

IAS 19 Amendment – Actuarial Gains and Losses, Group Plans and Disclosures (2006-01-01)*

IAS 21 Amendment – Net investment in a Foreign Operation (2006-01-01)*

IAS 39 Amendment – Cash Flow Hedge Accounting of Forecast Intragroup Transactions (2006-01-01)*

IAS 39 Amendment – The Fair Value Option (2006-01-01)*

IAS 39 and IFRS 4 Amendment – Financial Guarantee Contracts (2006-01-01)*

IFRS 1 First-time Adoption of IFRS, and IFRS 6 Amendment (before 2006-01-01)

IFRS 6 Exploration for and Evaluation of Mineral Resources (2006-01-01)*

IFRS 7 – Financial Instruments: Disclosures (2007-01-01)*

IFRIC 4 Determining whether an Arrangement contains a Lease (2006-01-01)*

IFRIC 5 Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds (2006-01-01)*

IFRIC 6 – Liabilities arising from Participating in a Specific Market: Waste Electrical and Electronic Equipment (2005-12-01)

IFRIC 7 – Applying the Restatement Approach under IAS 29 Financial Reporting in Hyperinflationary Economies (2006-03-01)*

IFRIC 8 – Scope of IFRS 2 (2006-03-01)*

*Earlier application encouraged.

Of the above-listed standards and interpretations, only IAS 21, IFRIC 7 and IFRIC 8 had not been adopted by the EU at February 1, 2006. With regard to IFRIC 4, the company has a number of large-scale outsourcing contracts under which it has undertaken to handle operation on behalf of customers. It is the view of management that these contracts do not contain any leasing components and that OMX fixed assets used are not placed at the exclusive disposal of any individual customer. In the management's view, none of these new standards or changes to standards has any influence on the company's financial statements at present.

PARENT COMPANY'S ACCOUNTING PRINCIPLES

The Parent Company has prepared its Annual Report in accordance with the Annual Accounts Act and the Swedish Financial Accounting Standards Council's recommendations RR 32 Accounting for legal entities. The effect of RR 32 is that the Parent Company shall, in the Annual Report for the legal entity, apply all of the IFRS standards and opinions approved by the EU, as far as this is possible within the framework of the Annual Accounts Act and in consideration of the connection between financial reporting and tax assessment. The recommendation states what exceptions and additions should be made compared with IFRS. The differences between the Group's and the Parent Company's accounting principles are explained below.

The accounting principles for the Parent Company, as described below, have been consistently applied to all periods presented in the Parent Company's financial reports.

CHANGED ACCOUNTING PRINCIPLES

The Parent Company's changed accounting principles have been reported in accordance with the transitional provisions specified in each standard or in accordance with the rules set forth in IAS 8. The Parent Company's application of the changed accounting principles is clarified in the list below.

PARTICIPATIONS IN SUBSIDIARIES AND ASSOCIATED COMPANIES

Participations in subsidiaries are reported at cost after any impairment losses. Participations in associated companies are reported in the Parent Company in accordance with the cost method. Only dividends received are reported as income, provided they derive from profits earned after the acquisition. Dividends in excess of these earned profits are regarded as a repayment of the investment and reduce the reported value of the participation.

DIVIDENDS

Dividend income is reported when the right to receive payment is deemed secure.

GROUP CONTRIBUTIONS AND SHAREHOLDERS' CONTRIBUTIONS

The company reports Group contributions and shareholders' contributions in accordance with the opinion from the Swedish Financial Accounting Standards Council's Emerging Issues Task Force. Shareholders' contributions are transferred directly to the recipient's shareholders' equity and capitalized in shares and participations in the case of the donor, to the extent that an impairment loss is not required. Group contributions are reported in accordance with their economic reality. This means that a Group contribution provided with the aim of reducing the Group's total tax is reported directly as retained earnings after a deduction for its current tax effect.

A Group contribution that is equivalent to a dividend is reported as a dividend. This means that a received Group contribution and its current tax effect are reported in the income statement. The Group contribution made and its current tax effect are reported directly in retained earnings.

A Group contribution that is equivalent to a shareholders' contribution is reported directly in the recipient's retained earnings, taking account of the current tax effect. The donor reports the Group contribution and its current tax effect as an investment in participations in Group companies, to the extent that an impairment loss is not required.

TAXES

Untaxed reserves are reported at their full cost.

SHARE-RELATED COMPENSATION

The Parent Company has set up options programs that also include personnel employed at other companies within the Group. Only the cost for employees of the Parent Company is charged against the Parent Company's income statement. The amount relating to the costs for personnel employed at subsidiaries is booked as shares in subsidiaries.

Risk management

RISK MANAGEMENT

Effective risk management is a fundamental element in the Group's systematic efforts to achieve its operational goals and minimize damage resulting from unexpected events. Accordingly, risk management is also a key component of ongoing efforts to increase shareholder value.

OMX's business operations place particularly high demands on effective risk management. Units of the OMX Exchanges division focus exclusively on operations that are subject to special legislation and government regulation. Similar conditions generally apply to the business areas within the OMX Technology division that provides system solutions, system operation and other services to exchanges, clearing organizations, central securities depositories and other types of institutions that in a number of countries require concessions.

OMX'S RISK MANAGEMENT PROCESS

OMX's risk management process will be fully implemented from 2006, following the Enterprise Risk Management standard in accordance with the Committee of Sponsoring Organizations of the Treadway Commission (COSO). This work is an integrated, ongoing process designed to identify, assess, deal with and monitor all significant risks to which OMX is exposed. Risk management refers to different forms of prevention measures, risk limitation measures and risk financing measures. Included risks are not only those risks in current operations but also risks that arise in conjunction with forward-looking strategic investments.

The risk management process is applied throughout the Group and encompasses all business and business-support operations at the various levels within the organization. Risk management is integrated with ongoing management operations and is directly linked to the strategic and annual planning and follow-up work. In addition, there are other activities linked to risk-exposure reporting and risk management monitoring. Decentralized risk assumption and risk management are coordinated and monitored at the Group level. Risk reporting takes place per quarter, from the relevant business units to the Board, and is dealt with by the Risk Control and Reporting group staff function. This reporting includes reporting of incidents by business areas via the Group Security unit.

The following roles and responsibilities are involved in OMX's risk management process:

- The Board of Directors is ultimately responsible for ensuring that a satisfactory and well-functioning process for risk management and risk control exists within OMX.
- The President is the owner of the risk management process and is responsible for applying this process within OMX.
- Company management (at executive, business area, business/function unit and service function level) is responsible for identifying, assessing and managing the risks found within their respective areas of responsibility.
- Risk specialists in different areas, such as security, risk monitoring, counterparty risk, IT risk, etc., support management in identifying and managing risk in their own special areas of expertise.
- Internal Auditing examines both the risk management process and the practical approaches to minimizing risk exposure in different areas. As a part of the company's management audit, external auditors monitor the risk management process within the Group.

It is also worth noting that management and communication of risks is, to some extent, a responsibility shared by all employees at OMX since a majority of the Group's employees generate information or take actions related to risk management.

OMX EXCHANGES

The OMX Exchanges division provides services exposed to traditional operational risks and also the special form of risk that is related to the provision of clearing services for derivative instruments. The unique risks related to the clearing of derivative instruments arise because the Stockholm Stock Exchange enters as a counterparty in transactions that are subject to counterparty clearing in the various markets. When providing this counterparty clearing service, the Stockholm Stock Exchange guarantees that all contracts that are subject to clearing will be fulfilled. The risks particularly associated with clearing of derivative instruments include counterparty risk, market risk, phase-out risk and concentration risk, as well as operating risk. The greatest risk in clearing operations is the risk that one or more clearing counterparties will fail to fulfill its commitments. One of the primary obligations of clearing counterparties is to pledge the requisite collateral, both in terms of the amount and form, as required by the applicable rules as protection against the counterparty risk assumed. In addition to the pledged collateral, there are policies, instructions, rules and procedural guidelines in place that are specially designed to ensure that these risks are adequately managed.

Netting facilitates the Stockholm Stock Exchange's risk management in its clearing operations by decreasing the value of the payments to be made, thereby reducing the need for liquidity facilities. Furthermore, netting implies that the Stockholm Stock Exchange's counterparty risk is reduced to the net exposure of outstanding positions vis-à-vis its respective counterparties.

Operating risks are the primary risks involved when providing other services. Significant emphasis is placed on providing a reliable infrastructure for the securities market by proactively managing risks that may have negative effects on the operations and ensuring that risks that arise are managed quickly and effectively.

OMX TECHNOLOGY

The OMX Market Technology division provides system solutions, systems operation and other services to exchanges, clearing organizations and other institutes in financial markets as well as energy markets. The special risks associated with the OMX Technology division are attributable mainly to the various phases in the provision of a service: the sales phase, the delivery and implementation phase and the production phase. The sales phase involves the risk of the absence of profitability and currency risk. Operating risks, credit risks and quality aspects are managed in the other phases. Significant emphasis is also placed on managing IT security and planning for continuous operations.

FINANCIAL RISK MANAGEMENT IN 2005

ORGANIZATION AND OPERATION

OMX is exposed to various kinds of financial risks through its international operations.

The Group's financial operations and financial risk management are centered around OMX's internal bank, OMX Treasury. The goal of OMX Treasury is, within given risk limitations, to manage the Group's financial risk exposure, to optimize net financial income and generated value for business operations through financial services. Significant economies of scale, lower financial costs and better oversight and management of the Group's financial risks are achieved through centralized financial operations. Operations are conducted according to a Financial Policy determined by the Board of Directors, which forms the framework and specifies guidelines and limitations. The Financial Policy is determined by OMX AB's Board of Directors and revised annually.

The Policy deals with the following risks:

- Currency risks (transaction and translation exposure)
- Interest-rate risks
- Financing risks
- Credit and counterparty risks.

CURRENCY RISKS

A significant portion of the Group's sales are attributable to operations outside Sweden, which means that changes in currency exchange rates have an impact on the Group's income statement and balance sheet. Currency risk exposure occurs during the sale and purchase of foreign currencies (transaction exposure) and during the translation of foreign subsidiaries' balance sheets and income statements to SEK (translation exposure).

In accordance with the Group's Financial Policy, 100 percent of contracted flows and 0–100 percent of forecast flows up to 12 months shall be hedged. Deviations from the prescribed hedge levels can occur within specified guidelines. Currency translation hedging occurs in markets through currency futures, options contracts or loans in foreign currencies.

Currency futures included in hedging situations that fulfill the conditions for hedge accounting are defined as hedging of fair value and are reported in the income statement together with changes in fair value of the asset which gave rise to the hedged risk, see the Hedge relations table. The forward contracts hedging internally forecast flows are defined as derivative contracts that do not fulfill the requirements for hedge accounting. Changes in fair value of these derivative contracts are reported immediately in the income statement.

Transaction exposure originating from financial cash flows is eliminated by the subsidiaries raising borrowings and making investments in local currency or by hedging these flows by using currency futures.

Translation exposure occurs in conjunction with the translation of OMX's foreign subsidiaries' balance sheets and income statements and in the recalculation of consolidated goodwill relating to foreign subsidiaries into SEK. Translation exposure is not hedged (see table: Translation exposure).

INTEREST-RATE RISKS

The Group is exposed to interest rate risks that can impact the Group's earnings due to changing market rates. Both the Group's interest-bearing assets, consisting primarily of collateral funds for counterparty risks within the exchange and clearing operations, and interest-bearing liabilities are exposed to interest-rate risks. The speed with which a permanent change in interest rates can impact the Group's net financial income depends on the fixed-interest terms of investments and loans.

Fixed-interest terms for Group liabilities are, in accordance with the Financial Policy, short, at a maximum of 12 months. According to the Financial Policy, interest swaps and standardized interest futures are used to change the length of fixed-interest terms, thereby minimizing interest-rate risk.

According to OMX's Financial Policy, the average fixed-interest term for collateral funds for exchange and clearing operations is a maximum of three years. As a rule, other surplus liquidity is placed in investments with short fixed-interest terms.

At year-end, net financial debt amounted to SEK 572 m (net asset: SEK 155 m). Financial assets amounted to SEK 1,334 m (1,517) as per December 31, 2005. The effective rate of interest for these assets was 2.2 percent and the fixed-interest term was approximately 1.1 year (see table: Interest-bearing assets and liabilities, Group). Interest-bearing liabilities that are retained are booked at fair value.

At year-end, interest-bearing financial liabilities amounted to SEK 1,906 m (1,362), of which SEK 1,400 m (700) are long-term (see table: Interest-bearing assets and liabilities, Group). During the year, the average fixed-interest term for liabilities varied between two and four months. As per December 31, the fixed-interest term for borrowings was three months and the effective rate was 2.03 percent. The interest-bearing financial liabilities are not booked at fair value since the liabilities are to be held until maturity. The book value of the interest-bearing liabilities is SEK 1,906 m and the fair value of the interest-bearing liabilities is SEK 1,905 m. The exceptions are bonds which have been hedged by using interest derivatives. These interest derivatives are defined as hedging of fair value and fulfill the requirements for hedge accounting. The interest derivative agreements are reported in the income statement together with changes in fair value of the asset or liability that gave rise to the hedged risk, see the Hedge relations table.

In the event of a parallel shift in the Swedish yield curve upward by one percentage point, the Group's earnings would be negatively affected in an amount of SEK 15 m on an annualized basis, given the nominal amount and the fixed-interest terms prevailing on December 31, 2005.

FINANCING RISKS

Refinancing risk refers to the risk that costs will be higher and financing possibilities limited when a loan is to be refinanced, and that it will not be possible to fulfill pay-

ment obligations due to insufficient liquidity or difficulties in obtaining financing. OMX's Financial Policy specifies that unutilized credit facilities of sufficient size must exist to guarantee access to adequate funds. Refinancing risk is also dealt with by endeavoring to find a suitable balance between short- and long-term financing and a diversification between various forms of financing and markets. OMX's total granted credit facilities as per December 31, 2005 amounted to SEK 3,033 m (3,067), of which SEK 0 m (14) has been utilized (see table: Credit facilities).

Of OMX's credit facilities, SEK 2,100 m is a syndicated credit facility with a four-year term. One portion, SEK 1,500 m, is linked to the company's commercial paper program for the same amount and, if OMX is unable to issue the commercial papers, entitles the company to borrow capital in the amount of SEK 1,500 m. There is also a credit facility for a rolling year of SEK 700 m which is dedicated to liquidity requirements linked to the Stockholm Stock Exchange's clearing operations. During the year, negotiations were held and financial conditions linked to these credit facilities were removed, although these conditions will be reapplied if OMX receives a credit rating from Standard & Poor's of BBB or below.

In February 2005, OMX's long-term counterparty rating with Standard & Poor's was downgraded from "A+ with a negative outlook" to "A with a stable outlook". The short-term counterparty rating of A-, corresponding to a rating of K1 on the Nordic scale, remained unchanged. Standard & Poor's primary motive for this was the increase in goodwill attributable to the acquisition of the Copenhagen Stock Exchange.

A three-year bond of SEK 300 m and an eight-year bond of SEK 400 m were issued during the year. This has resulted in the expansion and diversification of the Group's total maturity structure of its liability portfolio. The average term of liabilities as per December 31, 2005 was 3.1 years (2.1). There are five bond loans totaling SEK 1,400 m (see table: Interest-bearing assets and liabilities, Group).

CREDIT AND COUNTERPARTY RISKS

The Group's financial transactions give rise to credit risks towards financial counterparties. Credit risk or counterparty risk refers to the risk of loss if the counterparty does not fulfill its obligations. There are credit risks when investing in cash equivalents. In accordance with policies, in the interest of limiting risk exposure, only investments in highly creditworthy securities with high liquidity are permitted.

A majority of the Group's outstanding investments at year-end were in securities issued by the Swedish Government. The Group has no significant concentration of credit exposure to any other individual counterparty.

The derivative instruments that OMX uses involve a counterparty risk, that is, that the counterparty will not fulfill their portion of the agreement relating to futures or options. In order to limit counterparty risk, only counterparties with a high degree of creditworthiness according to the adopted Financial Policy are accepted. OMX also uses an ISDA agreement to minimize counterparty risk.

The total counterparty risk related to financial transactions amounted to SEK 52 m as per December 31, 2005, including bank balances but excluding counterparty risk attributable to the Stockholm Stock Exchange's clearing operations (see below). The largest exposure to an individual institution amounted to SEK 43 m.

No single OMX customer was responsible for more than 20 percent of invoicing as of December 31, 2005.

Counterparty risk arises by the Stockholm Stock Exchange providing clearing services and thereby acts as the central counterparty in all contracts subject to counterparty clearing. For the purpose of minimizing this counterparty risk, the Stockholm Stock Exchange requires that the counterparties pledge collateral to guarantee fulfillment of their commitments to the Stockholm Stock Exchange. Pledged collateral amounts to SEK 11,533 m (10,245) (see Note on pledged collateral to OMX's exchange operations). None of the members of the Stockholm Stock Exchange accounted for more than 10 percent of the total exposure on December 31, 2005.

HEDGING OF EMPLOYEE OPTION PROGRAM

In order to limit dilution, ensure that shares can be provided when redemption is requested and to minimize liquidity effects of social security contributions if the price were to increase, an agreement has been made with an external party regarding the provision of OMX shares if redemption were to be requested, known as a share swap. The agreement is valid until June 30, 2007 and corresponds to approximately 1.4 million shares at an agreed price per share. OMX continuously pays interest compensation to the counterparty in exchange for the counterparty undertaking to provide the shares. The repurchase agreement covers a portion of the outstanding options which are currently expected to be utilized. In the event that it is estimated in the course of time that more options are likely to be exercised than can be covered by the number of

shares that the external party has agreed to supply, a decision will be made as to how the provision of additional shares should be accomplished.

Interest compensation in the contract corresponds to net interest costs, which are based on STIBOR 90 days, on the value of the underlying shares at the time the contract was signed and on the dividend on the underlying shares (totaling approximately 1.4 million shares).

Changes in the OMX share price affect the value of the share swap.

Currency exposure

TRANSACTION EXPOSURE

The table shows the Group's contracted and forecast net flows and net exposure. Net flow is defined as all contracted flow and forecast flow up to 12 months. A sensitivity analysis shows the effect on earnings of a +/- 5 percent change in the value of the SEK.

| Currency | Net flow in each base currency (m) | Net flow (SEK m) | Net exposure after hedging (SEK m) | Sensitivity (SEK m) |
|--------------|------------------------------------|------------------|------------------------------------|---------------------|
| USD/SEK | 29 | 227 | -23 | -1 |
| NOK/SEK | 197 | 231 | 4 | 0 |
| GBP/SEK | -3 | -37 | -29 | -2 |
| AUD/SEK | 29 | 168 | -10 | -1 |
| SGD/SEK | 8 | 37 | -1 | 0 |
| EUR/SEK | 9 | 90 | -3 | 0 |
| Other | -2 | -2 | -2 | 0 |
| TOTAL | | 714 | -64 | -4 |

HEDGING OF TRANSACTION EXPOSURE

The table shows a summary of outstanding futures as per December 31, 2005 pertaining to all hedges for contracted and forecast net flows, transaction exposure. The purpose of the hedges is to safeguard the value of contracted future flows and to increase forecastability. In accordance with the Group's Financial Policy, 100 percent of the contracted flows and 0-100 percent of estimated flows of up to 12 months shall be hedged. Deviations from the prescribed degree of hedging are permitted within the established guidelines. Currency hedging is undertaken in the market through currency futures, option contracts or loans in foreign currencies.

| Currency | Hedged in each base currency (m) | Nominal value at year-end rate (SEK m) | Nominal value at futures rate, (SEK m) | Unrealized future result, (SEK m) | Average futures rate ¹⁾ | Date of maturity |
|--------------|----------------------------------|--|--|-----------------------------------|------------------------------------|------------------|
| USD/SEK | -31 | -249 | -231.1 | -18.3 | 7.3696 | <12 months |
| NOK/SEK | -194 | -228 | -219.1 | -8.8 | 1.1314 | <12 months |
| GBP/SEK | 1 | 7 | 7.7 | -0.6 | 14.8449 | <12 months |
| AUD/SEK | -31 | -178 | -148.0 | -30.0 | 4.8501 | <12 months |
| SGD/SEK | -8 | -38 | -35.0 | -2.8 | 4.4343 | <12 months |
| EUR/SEK | -10 | -92 | -91.8 | -0.5 | 9.3878 | <12 months |
| TOTAL | | -778 | -717.3 | -61.0 | | |

1) The average futures rate is based on the spot rate in the futures contracts entered into. Thus, the futures premium is excluded.

HEDGING RELATIONS

The table summarizes the hedging relations reported by the Group in accordance with hedge accounting. Only contracted flows are reported in accordance with hedge accounting.

| Hedging instrument | Hedged item | Currency | Hedged amount in base currency (m) | Nominal value at year-end rate (SEK m) | Nominal value at futures rate, (SEK m) | Unrealized future result, (SEK m) | Average futures rate ¹⁾ |
|--------------------|---------------------------|----------|------------------------------------|--|--|-----------------------------------|------------------------------------|
| Currency future | Contracted currency flows | AUD/SEK | -58.0 | -338.3 | -289.9 | -48.4 | 5.00 |
| Currency future | Contracted currency flows | EUR/SEK | -9.8 | -92.5 | -92.0 | -0.5 | 9.39 |
| Currency future | Contracted currency flows | GBP/SEK | -0.6 | -8.8 | -8.5 | -0.3 | 13.23 |
| Currency future | Contracted currency flows | NOK/SEK | -85.7 | -100.9 | -99.3 | -1.5 | 1.16 |
| Currency future | Contracted currency flows | SGD/SEK | -7.9 | -37.8 | -35.0 | -2.8 | 4.43 |
| Currency future | Contracted currency flows | USD/SEK | -42.9 | -341.2 | -323.0 | -18.2 | 7.53 |
| Interest swap | Issued bond | SEK | 200.0 | 200.0 | N/A | 8.6 | N/A |

1) The average futures rate is based on the spot rate in the futures contracts entered into. Thus, the futures premium is excluded.

TRANSLATION EXPOSURE – NET INVESTMENTS IN FOREIGN SUBSIDIARIES

The table shows foreign subsidiaries' net investments in foreign operations, which, in addition to the operations' own equity, include goodwill and other consolidated adjustment items attributable to the investment. A sensitivity analysis shows the effect on results in the event of a +/- 5 percent change in the value of SEK.

| Currency | Equity (SEK m) | Goodwill (SEK m) | Total (SEK m) | Sensitivity /SEK m) |
|--------------|----------------|------------------|---------------|---------------------|
| AUD | 17 | 0 | 17 | 1 |
| CAD | 1 | 0 | 1 | 0 |
| DKK | 372 | 1,175 | 1,547 | 77 |
| EUR | 1,516 | 1,337 | 2,852 | 143 |
| EEK | 10 | 2 | 12 | 1 |
| GBP | -48 | 2 | -46 | 2 |
| HKD | -3 | 0 | -3 | 0 |
| LTL | -3 | 12 | 9 | 0 |
| LVL | 8 | 1 | 9 | 0 |
| NOK | 25 | 22 | 47 | 2 |
| SGD | 2 | 0 | 2 | 0 |
| USD | -74 | 10 | -64 | 3 |
| Total | 1,823 | 2,561 | 4,383 | 229 |

HEDGING OF FINANCIAL LOANS AND ASSETS

The table shows a summary of the Group's currency futures for hedging of financial assets and loans.

| Currency | Hedged in each base currency (m) | Nominal value at year-end rate (SEK m) | Nominal value at futures rate, (SEK m) | Unrealized future result, (SEK m) | Average futures rate ¹⁾ | Date of maturity |
|--------------|----------------------------------|--|--|-----------------------------------|------------------------------------|------------------|
| AUD/SEK | -0.9 | -5.4 | -5.4 | 0.0 | 5.82 | < 12 months |
| DKK/SEK | -10.0 | -12.7 | -12.6 | 0.0 | 1.26 | < 12 months |
| EUR/SEK | 10.1 | 95.5 | 95.3 | 0.2 | 9.42 | < 12 months |
| GBP/SEK | -14.2 | -194.5 | -196.6 | 2.0 | 13.88 | < 12 months |
| HKD/SEK | -3.9 | -4.0 | -4.0 | 0.0 | 1.02 | < 12 months |
| NOK/SEK | 31.5 | 37.1 | 37.1 | -0.1 | 1.18 | < 12 months |
| USD/SEK | 0.02 | 0.2 | 0.0 | 0.2 | 0.00 | < 12 months |
| Total | | -83.8 | -86.2 | 2.3 | | |

1) The average futures rate is based on the spot rate in the futures contracts entered into. Thus, the futures premium is excluded.

Interest-bearing assets and liabilities, Group

The table shows interest-bearing assets and liabilities as per December 31, 2005 and shows average remaining terms, fixed-interest terms and average weighted interest.

| | Outstanding amount | Term, months | Remaining fixed-interest term, months | Average interest rate, % |
|------------------------------------|--------------------|--------------|---------------------------------------|--------------------------|
| Assets | | | | |
| Current assets | 307 | <12 | <12 | 2.15 |
| Long-term assets | 90 | >12 | <12 | 1.35 |
| Guarantee capital | 938 | >12 | >12 | 2.35 |
| TOTAL ASSETS | 1,334 | | | 2.24 |
| Liabilities | | | | |
| Commercial papers | 497 | 2 | 2 | 1.69 |
| Bond loans | | | | |
| OMX PP March 2008 | 300 | 27 | 2 | 1.98 |
| OMX PP June 2008 | 300 | 30 | 2 | 2.04 |
| OMX PP December 2008 ¹⁾ | 200 | 37 | 3 | 2.69 |
| OMX PP December 2009 | 200 | 49 | 3 | 2.12 |
| OMX PP May 2013 | 400 | 91 | 4 | 2.14 |
| Bond loans, total | 1,400 | 50 | 3 | 2.16 |
| Bank loans | 0 | 0 | 0 | |
| Other liabilities | 9 | 0 | 0 | |
| TOTAL LIABILITIES | 1,906 | 37 | 2.6 | 2.03 |

1) The issued bonds have been swapped from a fixed to a variable interest rate. The swapped interest rate is applied when calculating the average interest rate.

Credit facilities

The table shows the Group's total credit facilities and those that had been utilized as at December 31, 2005.

| (SEK m) | Contracted facilities | Utilized facilities |
|---|-----------------------|---------------------|
| Syndicated bank loan/commercial paper program | 1,500 ¹⁾ | 0 |
| Syndicated bank loan | 600 | 0 |
| Credit facility | 110 | 0 |
| Contracted facilities for exchange and clearing operations | | |
| Sweden (SEK) | 700 | 0 |
| Norway (NOK) | 47 | 0 |
| Denmark (DKK) | 76 | 0 |
| Total | 3,033 | 0 |

1) Since credit facility is linked to the commercial paper program and is to function as a credit facility if OMX is unable to issue a commercial paper program, the unutilized credit facility shall be reduced by the outstanding commercial papers. The outstanding commercial papers as per December 31, 2005 amounted to SEK 497 m, implying that OMX can utilize only SEK 1,003 m of the current credit facility.

Notes to the financial statements

Amounts are in SEK millions (SEK m) unless otherwise stated. Amounts in parentheses indicate values for 2004. "OMX" refers to the OMX Group, that is OMX AB and its subsidiaries.

Note 1. Application of assessments

In order to prepare accounting in accordance with generally accepted accounting principles, company management and the Board of Directors are required to make assessment and assumptions that affect assets and liability items, income and expense items, and other information reported in the accounts, for example contingent liabilities. These assessments are based on historical experience and the various assumptions that management and the Board deem to be reasonable under the prevailing circumstances. Consequently, such conclusions form the basis of decisions concerning reported values of assets and liabilities in the case that it is not possible to determine such values based on information from other sources. Actual outcomes may differ from these assessments if different assumptions are made or if different circumstances prevail. The areas of revenue recognition and doubtful receivables, the valuation of goodwill and capitalized development projects, taxes, provisions for expenses for premises and other restructuring measures, legal disputes and contingent liabilities in particular may entail a significant impact on OMX's results and financial position (see the respective following Notes for further information).

Note 2. Classification of revenue

The classification of revenue is based on a number of assessments and assumptions concerning revenue recognition in delivery projects in the Technology operations. These are reported as "License, support and project revenue" below. The uncertainty inherent in these assessments primarily refers to the forecast time of completion.

| REVENUE PER SIGNIFICANT TYPE OF REVENUE (Amounts in SEK m) | 2005 | 2004 |
|---|--------------|--------------|
| Net sales | | |
| Trading revenue | 1,123 | 823 |
| Issuers' revenue | 321 | 210 |
| Information revenue | 369 | 249 |
| CSD revenue ¹⁾ | 32 | 279 |
| License, support and project revenue | 855 | 821 |
| Facility Management Services | 380 | 470 |
| Other revenue | 56 | 254 |
| Total | 3,136 | 3,106 |

1) The lower outcome compared with the preceding year is attributable to the divestment of APK on December 1, 2004.

| OTHER REVENUES Group | 2005 | 2004 |
|-----------------------------------|----------|------------|
| Capital gains, sale of NGX | - | 103 |
| Capital gains, sale of APK | - | 81 |
| Capital gains, sale of XACT Funds | - | 16 |
| Total | - | 200 |

| Parent Company | 2005 | 2004 |
|---|--------------|------------|
| Capital gains, sale of Stockholm Stock Exchange | 2,155 | - |
| Capital gains, sale of NGX | - | 103 |
| Capital gains, sale of XACT Funds | - | 16 |
| Total | 2,155 | 119 |

CURRENCY EFFECTS

The Group's total revenue includes exchange-rate differences totaling SEK 17 m (negative: 5). Exchange-rate differences also had an effect on operating expenses of SEK 0 m (negative: 2).

PARENT COMPANY INTERNAL SALES

OMX AB's internal sales to other companies within the Group amounted to SEK 108 m (75). During the year, the Parent Company made purchases from other companies in the Group in an amount of SEK 13 m (14).

Note 3. Business areas and geographical segments

Internal reporting and follow-up within OMX is organized in two divisions, OMX Exchanges and OMX Technology.

These divisions make up OMX's primary reporting segments while the geographic divisions make up the secondary reporting segment. OMX is divided into four geographical regions: Nordic countries, Rest of Europe, North America and Asia/Australia. This geographical division is based on the areas in which the Group's operations have relatively similar systems solutions, frameworks of regulations and customer behavior.

| REVENUE AND EARNINGS BY DIVISION (Amounts in SEK m) | 2005 | 2004 |
|---|--------------|--------------|
| Revenue | | |
| OMX Exchanges | 1,953 | 1,715 |
| OMX Technology | 1,465 | 1,666 |
| Group eliminations | -282 | -275 |
| TOTAL GROUP | 3,136 | 3,106 |
| Operating income | | |
| OMX Exchanges ¹⁾ | 901 | 618 |
| OMX Technology ¹⁾ | 8 | -7 |
| Result from participations in associated companies attributable to the Parent Company and other functions | 1 | 5 |
| TOTAL GROUP | 910 | 616 |

1) Including classification of the result for the Parent Company and other functions by negative SEK 57 m (negative: 128) per division.

| ASSETS AND LIABILITIES PER DIVISION (Amounts in SEK m) | 2005 | | 2004 | |
|---|---------------|--------------|--------------|--------------|
| | Assets | Liabilities | Assets | Liabilities |
| OMX Exchanges | 6,102 | 2,682 | 2,287 | 773 |
| OMX Technology | 1,815 | 790 | 2,230 | 903 |
| Parent Company and other functions | 756 | 293 | 606 | 616 |
| Unallocated items | 1,939 | 2,098 | 1,497 | 493 |
| TOTAL GROUP | 10,612 | 5,863 | 6,620 | 2,785 |

Items per division are tangible assets, intangible assets, external operating receivables, external operating liabilities and goodwill. Other items are not allocated in the Group and are reported as unallocated items. Unallocated items also include all eliminations of internal business dealings between the various divisions and all interest-bearing liabilities. Assets and liabilities that could be affected by the divisions are allocated in accordance with OMX's business control model, which does not support a full distribution of balance-sheet items.

INVESTMENTS, DEPRECIATION AND IMPAIRMENT PER DIVISION

| (Amounts in SEK m) | 2005 | | 2004 | |
|------------------------------------|--------------|------------------------|------------|------------------------|
| | Invest. | Deprec./ impairment | Invest. | Deprec./ impairment |
| Totalt OMX Exchanges | 1,366 | -79 | 151 | -36 |
| Totalt OMX Technology | 294 | -122 | 171 | -166 |
| Parent Company and other functions | 59 | -25 | 51 | -41 |
| TOTAL GROUP | 1,719 | -226 | 373 | -243 |

Investments refer to acquisitions of tangible and intangible fixed assets. For further information on acquisitions, depreciation and impairment, see Notes 13 and 14.

INFORMATION REGARDING SECONDARY SEGMENTS (GEOGRAPHIC AREAS)

EXTERNAL REVENUE PER GEOGRAPHICAL AREA¹⁾

| (Amounts in SEK m) | 2005 | 2004 |
|--------------------|--------------|--------------|
| Nordic countries | 2,005 | 2,427 |
| Rest of Europe | 642 | 199 |
| North America | 186 | 181 |
| Asia/Australia | 303 | 299 |
| TOTAL GROUP | 3,136 | 3,106 |

1) Division is based on the location of customers.

ASSETS AND INVESTMENTS PER GEOGRAPHICAL AREA¹⁾

| (Amounts in SEK m) | 2005 | | 2004 | |
|--|---------------|--------------|--------------|------------|
| | Assets | Invest | Assets | Invest |
| Nordic countries | 3,620 | 1,673 | 3,000 | 317 |
| Rest of Europe | 1,128 | 43 | 590 | 20 |
| North America | 152 | 0 | 152 | 3 |
| Asia/Australia | 22 | 3 | 45 | 33 |
| Group eliminations and unallocated items ²⁾ | 5,690 | - | 2,832 | - |
| TOTAL GROUP | 10,612 | 1,719 | 6,620 | 373 |

1) Division is based on the location of customers.

2) Group eliminations and unallocated items include goodwill in the amount of SEK 2,955 m (1,947).

Investments refer to acquisitions of tangible and intangible fixed assets. The Parent Company is located in the Nordic countries and has no revenues, assets or investments in any other geographical areas.

Note 4. Discontinuing operations

In August 2005, OMX announced its focus on technology operations by divesting operations targeting banks and brokerage firms, in the Banks and Brokers business area. This business area comprises four main sections. In November, it was announced that the Australian portion of the operations, corresponding to approximately 5 percent of revenues in the business area, was to be sold to GBST Holdings Ltd effective January 1, 2006.

Plans were presented in December for the Swedish portion of the operations, which offers the development and maintenance of systems for securities administration and corresponds to approximately 60 percent of the business unit's revenues, to form a new company in cooperation with TietoEnator to create a leading supplier of solutions for securities management in Northern Europe. According to the plans, the new company will have annual sales of approximately SEK 300 m and more than 200 employees. This transaction is expected to be concluded during the first quarter 2006.

OMX has decided to keep the Swedish portion of the operations that provides services for securities administration (back-office for hire) within the Group. These operations, corresponding to approximately 20 percent of the business area's revenues, were restructured in 2005 and are expected to achieve positive results in the second quarter of 2006.

The portion of the operations focusing on banks and brokerage firms, with its base in the UK, primarily comprises service sales within the area of securities administration. These operations, which represent approximately 15 percent of the business unit's revenues, expanded during 2005 and are expected to achieve positive results in the second quarter of 2006. OMX has decided to keep these operations until further notice.

Due to the decision to divest the operations within the Banks & Brokers business unit, these operations are reported as discontinuing operations even though the divestment has not yet been completed and that OMX has decided to retain a certain portion of the operations until further notice.

Net cash flow from divested operations

During the financial year, Banks & Brokers has a cash flow from operating activities amounting to negative SEK 14 m, cash flow from investing operations amounting to negative SEK 53 m and cash flow from financing operations amounting to negative SEK 1 m.

Assets classified as holdings held for sale

| (Amounts in SEK m) | 2005 |
|---|-----------|
| Group | |
| Intangible assets | 79 |
| Tangible assets | 8 |
| Total fixed assets held for sale | 87 |

Note 5. Acquired operations

At the beginning of 2005, OMX acquired 100 percent of Copenhagen Stock Exchange (CSE) at a value totaling SEK 1,457 m, of which SEK 1,174 m was paid in cash and SEK 232 m was paid in 2,927,292 newly-issued shares. Acquisition costs amounted to SEK 33 m.

Copenhagen Stock Exchange (CSE) has been included in the consolidated income statement and consolidated balance sheet since January 1, 2005 when it became known that the offer was to be accepted and the work to integrate the company was initiated. The newly-issued shares in OMX, which were utilized in the acquisition of CSE, were valued at a share price of SEK 79 on February 7, 2005.

ACQUIRED ASSETS AND LIABILITIES

| (Amounts in SEK m) | Fair value | Book value |
|----------------------------|--------------|------------|
| Fixed assets | 350 | 107 |
| Current assets | 80 | 80 |
| Cash and bank balances | 307 | 307 |
| Current liabilities | -187 | -187 |
| ACQUIRED NET ASSETS | 550 | 307 |
| Goodwill | 907 | |
| ACQUISITION PRICE | 1,457 | |

The difference between the fair values and reported values of the fixed assets is primarily attributable to the valuation of acquired contracts.

Goodwill is attributable to the company's positive profitability and expected revenue synergy effects in conjunction with the continued integration of the Nordic-Baltic securities market.

Cash-flow effects of the acquisition amount to SEK 900 m, comprising a cash payment of SEK 1,174 m, acquisition costs of SEK 33 m, minus received cash and bank balances of SEK 307 m. Newly-issued shares are valued at market capitalization on acquisition date.

CSE contributed SEK 377 m to the Group's revenues and SEK 131 m to net results during the year.

Note 6. Auditors' fees

The following remuneration was paid to auditors and accounting firms for auditing and audit-related services required by law as well as for advice and other assistance arising from observations made during the course of the auditing process.

Remuneration was also paid for additional independent advice, mostly pertaining to audit related consultations on accounting and taxation issues in conjunction with company acquisitions and restructuring.

REMUNERATION TO THE GROUP'S AUDITORS

| SEK 000s | GROUP | | PARENT COMPANY | |
|---------------------------------|---------------|---------------|----------------|--------------|
| | 2005 | 2004 | 2005 | 2004 |
| PricewaterhouseCoopers | | | | |
| Auditing assignments | 9,022 | 6,907 | 3,050 | 2,680 |
| Other assignments ¹⁾ | 11,548 | 4,874 | 7,713 | 3,934 |
| Ernst & Young | | | | |
| Auditing assignments | 713 | 1,358 | 282 | 694 |
| Other assignments ²⁾ | 3,452 | 2,608 | 2,381 | 650 |
| KPMG | | | | |
| Auditing assignments | 422 | - | - | - |
| Other assignments | 1,055 | - | 325 | - |
| BDO Feinstein | | | | |
| Auditing assignments | 118 | 65 | - | - |
| Other assignments | 21 | 23 | - | - |
| Other auditors | | | | |
| Auditing assignments | 315 | 117 | - | - |
| Other assignments | 1,605 | 201 | - | - |
| TOTAL | 28,271 | 16,153 | 13,751 | 7,958 |

1) 2005 includes SEK 1,334,000 related to IFRS and costs in connection with the acquisition of CSE and Computershare of SEK 4,612,000. Otherwise pertains to other assignments, primarily tax consultation.

2) Relates mainly to IFRS, tax consultation and IT studies.

Note 7. Personnel

PERSONNEL EXPENSES AND BENEFITS PAID TO SENIOR EXECUTIVES

This Note has been prepared in accordance with applicable laws, regulations and recommendations. The reporting of senior executive benefits has been carried out in accordance with the recommendations of the Industry and Commerce Stock Exchange Committee (NBK).

SENIOR MANAGEMENT

As recommended by NBK, senior management should be divided into "top management" and "senior management." Top management within OMX is defined as: Chairman of the Board (Olof Stenhammar) and President and Chief Executive Officer (CEO) (Magnus Böcker).

Other executives in senior management relates to other people in the Parent Company and subsidiaries who report to the President and CEO of the named company. The executive management team is made up of Jukka Ruuska (President of Nordic Marketplaces), Klas Ståhl (President of Market Technology, until October 31, 2005), Markus Gerdien (President of Market Technology from November 1, 2005), Kristina Schauman (Chief Financial Officer (CFO)), Hans-Ole Jochumsen (President of Information Services and New Markets), Bo Svefors (Senior Vice President Marketing & Communications) and Anders Reveman (Chief Strategy Officer (CSO), until April 30, 2005). The Secretary to the executive management team was OMX's Senior Counsel Magnus Billing.

OMX'S REMUNERATION COMMITTEE

The Remuneration Committee is appointed on an annual basis by the Board of Directors. The Remuneration Committee's task is to prepare remuneration matters for Board decisions on issues relating to the salary and remuneration paid to the President and CEO and to approve salaries and other remuneration to executive management. In addition, the Remuneration Committee's task is to propose remuneration for the Board members

in the companies within the OMX Group that the Board has identified, and to make recommendations regarding remuneration principles, benefits and other types of remuneration for OMX employees. The Board appointed the following people as member of the Remuneration Committee: Olof Stenhammar (Chairman), Adine Grate Axén, Markku Pohjola (until February 28, 2005) and Bengt Halse (from March 1, 2005). The Committee's secretary until April 2005 was Pernilla Gladh, Senior Vice President of Corporate Functions & Human Resources. The Committee's secretary during the remainder of the year was Ulrika Wahllöf, acting Head of Human Resources. Among other matters during 2005, the Committee had a particular focus on the following issues: programs for variable salaries, called Short Term Incentive 2005 and 2006, proposals for a new long-term incentive program for senior executives and proposals for principles for remuneration and other conditions of employment for executive management. During 2005, the Remuneration Committee held a total of ten meetings.

OMX'S REMUNERATION POLICY

The aim of OMX's remuneration policy is to offer market-based remuneration that promotes a situation whereby qualified expertise can be recruited to and retained within OMX.

The fundamental principles are:

- To work towards a consensus between employees and shareholders regarding the long-term perspective of operations.
- To ensure that employees within OMX's different organizations receive remuneration that reflects market conditions and is competitive.
- To offer a salary scale based on results achieved, work duties, experience and position held, which also means adopting a neutral stance in relation to gender, ethnic background, disability, sexual orientation, etc.

REMUNERATION STRUCTURE 2005

OMX's employee remuneration comprises the following parts:

- Fixed salary
- Variable salary (Short Term Incentive)
- Long Term Incentive Scheme
- Pension
- Other remuneration and severance pay.

At the discretion of the Board of Directors, decisions can be made to revise or terminate an existing program related to the remuneration structure.

FIXED SALARY

Every OMX employee has an annual salary review, with the exception of the members of executive management, for whom a review takes place every second year. The review considers salary levels in the market, employee performance and any changes to responsibilities as well as the company's development and local rules and agreements.

VARIABLE SALARY

During the first quarter of 2004, OMX introduced Short-term Incentive 2004, a new Group-wide program for variable salary. The program consists of quantitative and qualitative goals. For 2004, the quantitative goal was connected to achievement of the budgeted operating profit. The prerequisite for achieving the quantitative goal was that OMX attained its established objectives. The total amount was prorated and the maximum dividend based on the variable quantitative portion occurs at 130-percent fulfillment of goals. For 2004, the targets for receiving payments based on the quantitative criteria for variable salary were not achieved, which means that a maximum of SEK 10 m, excluding social security contributions, may be paid out. Of the maximum SEK 10 m representing the qualitative portion, SEK 6.5 m, excluding social security contributions, was paid out.

VARIABLE SALARY 2005

For 2005 the program comprised quantitative and qualitative targets, of which 60 percent were quantitative and 40 percent were qualitative. The quantitative goal for 2005 was connected to achievement of the budgeted operating profit. The program for variable salary, Short Term Incentive comprised approximately 150 managers and key employees. The total maximum variable portion that can be paid out for 2005 is SEK 35 m, excluding social security contributions. Of the maximum SEK 21 m representing the quantitative portion, SEK 8,5 m will be paid out. The estimated payment for the qualitative portion is calculated at 70 percent of the maximum of SEK 14 m, excluding social security contributions for 2005.

VARIABLE SALARY 2006

Variable salary 2006 follows the same structure for Variable Salary 2005. The program comprises quantitative and qualitative targets, of which 60 percent were quantitative and 40 percent were qualitative. The quantitative goal for 2006 is also connected to achievement of the budgeted operating profit. OMX's Variable Salary 2006 program, Short Term Incentive 2006, cover the same number of people as for 2005, that is approximately 150 managers and key employees. The total maximum variable portion that can be paid out for 2006 is SEK 35 m, excluding social security contributions. The goals are set by each particular superior in accordance with the grandfather principle. Of the quantitative goals, 60 percent must reflect overall results and 40 percent the recipient's own operations. The prerequisites for the payment of bonuses follow the same guidelines as for 2004 and 2005.

The maximum bonus to senior executives for variable salary for 2004-2006 is 50 percent of fixed salary. The quantitative goals are linked to return on capital employed and budgeted operating profit.

LONG-TERM INCENTIVE PROGRAMS

The goal of long-term incentive programs is to increase the attractiveness of OMX as an employer and to sharpen employees' focus on shareholder value related to growth and profitability. Under the condition that the Annual General Meeting on April 6, 2006 approves the proposal, the Board has decided to introduce a share-matching program for senior executives. This program, which is intended to be recurring, is performance-based. The program for 2006 is targeted at approximately 30 senior executives and key individuals in OMX. An employee must make his/her own investment in OMX shares, at a maximum of 7.5 percent of their annual fixed salary in 2006 before taxes or a maximum of the bonus earned in 2005, in order to participate in the program.

The program has a duration of three years. At the end of this period it will be possible to receive a maximum of five OMX shares, so-called matching shares, for each invested OMX share. For maximum matching of a total of five matching shares, 50 percent shall be based on the average annual percentage increase in earnings per shares between January 1, 2006 and December 31, 2008 being equal or exceeding 25 percent, and 50 percent shall be based on the total, annual total yield to shareholders exceeding a comparative index, as determined by the Board, by 10 percentage points.

For President and CEO Magnus Böcker, the proposed, long-term incentive program is expected to comprise a value of approximately 25 percent of his total remuneration.

PENSIONS

OMX offers its employees a premium-based occupational pension unless otherwise regulated in local agreements or other regulations. OMX's pension plan for employees in Sweden has been created to provide employees with a market-competitive occupational pension. The age of retirement is 65 years. OMX's President and CEO Magnus Böcker receives a premium-based pension benefit. The total premium provision is up to 23 percent of fixed salary.

Deputy Group CEO Jukka Ruuska is included in the pension plan stipulated by the Finnish labor market regulations. Current premiums for the Deputy Group CEO are equivalent to a pension provision of 17 percent of total remuneration. President of Information Services and New Markets, Hans-Ole Jochumsen, is included in the pension plan stipulated by Danish labor market practice. Current premiums for Hans-Ole Jochumsen are equivalent to a pension provision of 20 percent of fixed remuneration. Other members of the executive management are included in the OMX pension plan. Retirement age for employees, including the President and CEO and the executive management is 65 years.

OTHER REMUNERATION (OTHER BENEFITS AND SEVERANCE TERMS)

Other benefits

In addition to the occupational pension premiums detailed above, OMX also pays for long-term disability insurance, occupational group life insurance (TGL) and accident-at-work insurance (TFA). Employees may also complement their insurance coverage through OMX's optional group insurance. Employees in Finland and Denmark have equivalent benefits that are stipulated in the collective agreement for the financial sector. In addition, the senior management is entitled to health insurance.

Severance terms/period of notice

The period of notice that applies between OMX and the President and CEO is 12 months from the company's side and six months from the employee's side. In the event of a company initiative to terminate the employment contract of the President and CEO, remuneration will be paid to the President and CEO corresponding to the fixed salary and other benefits (pension and insurance including health insurance) during the period of notice. In addition to this, the President and CEO will receive a severance payment of six months' fixed salary. Deduction of any salary received from a new employer will be made. Other members of executive management have a period of notice of 12 months from the company's side and six months from the employee's side. All members of executive management have a non-competition clause of 12 months. A penalty is included in the clause.

ABSENCE DUE TO ILLNESS

The number of employees on absence due to illness during the financial year is accounted for as a percentage of the employees' total ordinary working hours in Sweden. Long-term absence due to illness is absence for 60 or more consecutive days.

| ABSENCE DUE TO ILLNESS, SWEDEN, % | 2005 | 2004 |
|--|------|------|
| Total absences due to illness | 2.4 | 2.5 |
| Absences due to long-term illness (portion of total illness) | 46.8 | 45.9 |
| Absences due to illness, men | 1.8 | 1.6 |
| Absences due to illness, women | 3.2 | 4.2 |
| Absences due to illness, employees under age 29 | 1.4 | 1.2 |
| Absences due to illness, employees age 30-49 | 2.4 | 2.9 |
| Absences due to illness, employees age 50+ | 2.3 | 1.5 |

DISTRIBUTION ACCORDING TO GENDER

DISTRIBUTION ACCORDING TO GENDER WITHIN THE BOARD OF DIRECTORS, CEO AND OTHER SENIOR MANAGEMENT

| | 2005 | | 2004 | |
|--|---------------------|-------------|---------------------|-------------|
| | Number of employees | of whom men | Number of employees | of whom men |
| Board of Directors (excl. CEO) ¹⁾ | | | | |
| Parent Company | 9 | 7 | 9 | 8 |
| Subsidiaries | 71 | 66 | 50 | 47 |
| TOTAL GROUP | 80 | 73 | 59 | 55 |
| Executive management (incl. CEO) ²⁾ | | | | |
| Parent Company | 7 | 6 | 5 | 3 |
| Subsidiaries | 32 | 30 | 23 | 19 |
| TOTAL GROUP | 39 | 36 | 28 | 22 |

1) Pertains to the number of Board members in the Group's operating companies.

2) Executive management is defined as all presidents in the Group's operating companies, persons who are members of the executive management and persons in the management Group's with the OMX divisions.

Other employees

| | | | | |
|--------------------|--------------|------------|--------------|------------|
| Parent Company | 20 | 5 | 26 | 11 |
| Subsidiaries | 1,229 | 772 | 1,336 | 889 |
| TOTAL GROUP | 1,249 | 777 | 1,362 | 900 |

REMUNERATION TO THE BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT

EXPENSED REMUNERATION

Board fees have not been paid to Board members who are employees of the Group. In addition to the Board fees below, Board fees totaling SEK 5 m (4) were paid during the year to subsidiary Board members. These fees have only been paid to persons who are not employees of the Group.

| (SEK) | | Board fees | Fixed salary | Variable salary | Pension | Benefits | TOTAL |
|---|-------------|------------------|-------------------|------------------|------------------|-------------------------|-------------------|
| Olof Stenhammar | 2005 | 750,000 | - | - | - | 9,197,314 ¹⁾ | 9,947,314 |
| | 2004 | 725,000 | - | - | - | 5,345,353 | 6,070,353 |
| Magnus Böcker | 2005 | - | 4,636,230 | 1,498,000 | 1,007,400 | 95,190 | 7,236,820 |
| | 2004 | - | 3,885,640 | 555,000 | 850,080 | 75,059 | 5,365,779 |
| Executive management, other ²⁾ | 2005 | - | 13,908,558 | 3,888,040 | 2,453,046 | 636,117 | 20,885,761 |
| | 2004 | - | 11,902,488 | 1,239,750 | 2,232,620 | 407,013 | 15,781,871 |
| Adine Grate Axén | 2005 | 300,000 | - | - | - | - | 300,000 |
| | 2004 | 250,000 | - | - | - | - | 250,000 |
| Urban Bäckström | 2005 | 250,000 | - | - | - | - | 250,000 |
| | 2004 | - | - | - | - | - | - |
| Bengt Halse | 2005 | 250,000 | - | - | - | - | 250,000 |
| | 2004 | 200,000 | - | - | - | - | 200,000 |
| Birgitta Klasén | 2005 | 200,000 | - | - | - | - | 200,000 |
| | 2004 | - | - | - | - | - | - |
| Tarmo Korpela | 2005 | 200,000 | - | - | - | - | 200,000 |
| | 2004 | 200,000 | - | - | - | - | 200,000 |
| Henrik Normann | 2005 | 33,333 | - | - | - | - | 33,333 |
| | 2004 | - | - | - | - | - | - |
| Markku Pohjola | 2005 | 250,000 | - | - | - | - | 250,000 |
| | 2004 | 225,000 | - | - | - | - | 225,000 |
| Gunnar Brock | 2005 | - | - | - | - | - | - |
| | 2004 | 200,000 | - | - | - | - | 200,000 |
| Thomas Franzén | 2005 | - | - | - | - | - | - |
| | 2004 | 200,000 | - | - | - | - | 200,000 |
| Timo Ihamuotila | 2005 | 166,667 | - | - | - | - | 166,667 |
| | 2004 | 225,000 | - | - | - | - | 225,000 |
| Mikael Lilius | 2005 | 166,667 | - | - | - | - | 166,667 |
| | 2004 | 200,000 | - | - | - | - | 200,000 |
| Hans Munk Nielsen | 2005 | 133,333 | - | - | - | - | 133,333 |
| | 2004 | - | - | - | - | - | - |
| TOTAL | 2005 | 2,700,000 | 18,544,788 | 5,386,040 | 3,460,446 | 9,928,621 | 40,019,895 |
| TOTAL | 2004 | 2,425,000 | 15,788,128 | 1,794,750 | 3,082,700 | 5,827,425 | 28,918,003 |

1) Includes remuneration to one of Olof Stenhammar's majority-owned companies comprising a fixed salary as well as a profit-related payment based on a license agreement. The profit-related portion represents 1 percent of OMX's income after financial items. Remuneration for 2005 amounts to SEK 9,172,298 (5,324,175). The amount is paid out quarterly in arrears. The agreement, which was signed and stems from the founding of OM in 1985, has been terminated and expired on December 31, 2005. Other benefits amount to SEK 25,016 (21,178).

2) Executive management for 2005 includes: Jukka Ruuska, Kristina Schauman, Bo Svefors from February 14, Hans-Ole Jochumsen from February 14, Markus Gerdien from November 1, Anders Reveman until April 30 and Klas Ståhl until October 31.

FINANCIAL INSTRUMENTS

There was no employee stock option program for 2005. This table refers to programs from prior years.

| (quantity) | Employee stock options ¹⁾ | | | Warrants ²⁾ |
|------------------------------------|--------------------------------------|----------------|----------------|------------------------|
| | 2002 | 2001 | 2000 | |
| Magnus Böcker | 37,000 | 76,000 | 150,000 | 10,000 |
| Executive management ³⁾ | 20,000 | 30,000 | 24,000 | 21,000 |
| TOTAL | 57,000 | 106,000 | 174,000 | 31,000 |

1) For employee stock options, no consideration has been paid by employees who received options. For the theoretical value of the options at the time of issue, refer to the table below.

2) Pertains to warrants issued November 20, 2003. For warrants, consideration has been paid against the market capitalization of the options (option premium) at the time of issue. For this reason, warrants are not considered benefits.

3) Refers to persons included in the executive management at December 31, 2005.

INFORMATION ON EACH YEAR'S EMPLOYEE STOCK OPTION PROGRAM

| | 2002 | 2001 | 2000 |
|---|--------------|---------------|---------------|
| Strike price, SEK | 71 | 175 | 400 |
| Redemption of shares with effect from | July 2, 2003 | June 15, 2002 | May 25, 2001 |
| Expiry date | July, 2 2009 | June 15, 2008 | June 28, 2007 |
| Number of allocated options | 733,000 | 1,100,000 | 1,400,000 |
| Opening balance | 537,000 | 665,000 | 688,000 |
| Exercised options | 146,000 | - | - |
| Expired and obsolete | 35,000 | 152,000 | 22,000 |
| Closing balance | 356,000 | 513,000 | 666,000 |
| Of which fully vested (guaranteed) Dec 31, 2005 | 356,000 | 513,000 | 666,000 |
| Theoretical value, SEK m ¹⁾ | 15 | 3 | 0 |
| Theoretical value per option at issue ¹⁾ , SEK | 15 | 38 | 90 |
| Theoretical value per option, SEK, as at Dec 31, 2005 | 42 | 7 | 0 |
| Theoretical dilution ²⁾ , % | 0.3 | 0.4 | 0.6 |

1) The theoretical value of granted options is fixed through an established options valuation model (Black & Scholes) at the time they are granted. As at December 31, 2005, a volatility of 35 percent has been used.

2) Theoretical dilution refers to the maximum number of shares that could be issued were it decided, on execution of redemption, to allocate shares through a new share issue. However, to limit such dilution, hedging has been arranged through a "share swap," meaning that no such dilution will occur.

OPENING AMOUNT OF NON-REDEEMED PORTION OF THE EMPLOYEE STOCK OPTIONS PROGRAM IN THE INCOME STATEMENT (Amounts in SEK m)

| | 2005 | 2004 |
|---|------|------|
| Income statement | | |
| Social security contributions attributable to personnel expenses | -1 | -4 |
| Interest attributable to agreements on synthetic share buy-back | -2 | -3 |
| Change in value, employee stock options | -6 | -12 |
| Change in value, share swap | 35 | - |
| Balance sheet | | |
| Liability pertaining to employee stock options program | 19 | 12 |
| Liability, social security expenses, employee stock options program | 2 | 2 |
| Receivable pertaining to share swap ¹⁾ | 68 | - |

1) The opening balance for 2005, recalculated in accordance with IAS 39, amounted to SEK 33 m.

In accordance with IFRS 2, the expenses for the stock options program are reported on an on-going basis as personnel expenses in the income statement.

In order to limit dilution, ensure that shares can be provided when redemption is requested and to minimize liquidity effects of social security contributions if the price were to increase, an agreement has been made with an external party regarding the provision of OMX shares if redemption were to be requested, known as a share swap. The agree-

ment is valid until June 30, 2007 and corresponds to approximately 1.4 million shares at an agreed price of SEK 62 per share. OMX continuously pays interest compensation to the counterparty in exchange for the counterparty undertaking to provide the shares. Changes in the share price of the OMX share affect the value of the share swap and the result is reported against personnel expenses in the income statement. The share swap had a positive impact of SEK 35 m on personnel expenses for 2005.

WARRANTS ISSUED TO EMPLOYEES

| | |
|---|---------------|
| Subscription date | Nov 11, 2003 |
| Subscription price, SEK | 138,5 |
| Number of shares upon full subscription | 1 150 000 |
| Dilution upon full subscription, % | 1,0 |
| Subscribed as at Dec 31, 2005 | 286 000 |
| Premium, SEK | 7,80 |
| New subscription of shares with effect from | July 1, 2006 |
| Maturity date | Sept 30, 2006 |

AVERAGE NUMBER OF EMPLOYEES

| | 2005 | | 2004 | |
|-----------------------------|---------------------|-------------|---------------------|-------------|
| | Number of employees | of whom men | Number of employees | of whom men |
| Parent Company | | | | |
| Sweden | 31 | 13 | 31 | 14 |
| Total Parent Company | 31 | 13 | 31 | 14 |
| Subsidiaries | | | | |
| Sweden | 896 | 590 | 898 | 578 |
| Australia | 37 | 29 | 34 | 29 |
| Denmark | 83 | 54 | - | - |
| Hong Kong | 4 | 3 | 4 | 3 |
| Italy | 3 | 3 | 3 | 3 |
| Norway | 11 | 10 | 16 | 12 |
| UK | 17 | 11 | 26 | 18 |
| USA | 46 | 37 | 69 | 48 |
| Finland | 164 | 92 | 358 | 182 |
| Estonia | 33 | 10 | 35 | 16 |
| Latvia | 14 | 5 | 23 | 10 |
| Lithuania | 18 | 9 | 20 | 9 |
| Total subsidiaries | 1,339 | 861 | 1,486 | 908 |
| GROUP TOTAL | 1,370 | 874 | 1,517 | 922 |

SALARIES AND REMUNERATION

SALARIES, OTHER REMUNERATION AND SOCIAL SECURITY CONTRIBUTIONS

| (Amounts in SEK m) | 2005 | | 2004 | |
|--------------------|---------------------------------|--|---------------------------------|--|
| | Salaries and other remuneration | Social security expenses (of which pension expenses) | Salaries and other remuneration | Social security expenses (of which pension expenses) |
| Parent Company | 37 | 16 (6) | 41 | 19 (6) |
| Subsidiaries | 755 | 265 (98) | 719 | 266 (91) |
| TOTAL GROUP | 792 | 281 (104) | 760 | 285 (97) |

SALARIES AND OTHER REMUNERATION DISTRIBUTED PER COUNTRY AND BETWEEN BOARD MEMBERS AND EMPLOYEES

| (SEK) | 2005 | | 2004 | |
|---------------------------|---|-----------------|---|-----------------|
| | Board of Directors and CEO (of which which bonus and similar) | Other employees | Board of Directors and CEO (of which which bonus and similar) | Other employees |
| Parent Company | 9 (1) | 31 | 7 (0) | 34 |
| Subsidiaries | | | | |
| Sweden | 9 (2) | 476 | 11 (1) | 386 |
| Australia | 1 (0) | 23 | 2 (0) | 22 |
| Canada | - (-) | - | - (-) | 6 |
| Denmark | 4 (1) | 55 | - (-) | - |
| Germany | - (-) | - | - (-) | 5 |
| Hong Kong | 2 (-) | 3 | - (-) | 3 |
| Singapore | 1 (-) | 2 | - (-) | - |
| Italy | 1 (0) | 1 | 1 (0) | 2 |
| Norway | 1 (-) | 8 | 3 (0) | 11 |
| UK | 5 (0) | 30 | - (-) | 36 |
| USA | - (-) | 45 | - (-) | 62 |
| Finland | 4 (1) | 72 | 11 (1) | 144 |
| Estonia | 1 (0) | 5 | 0 (0) | 5 |
| Latvia | 1 (0) | 3 | 3 (0) | 4 |
| Lithuania | 0 (0) | 3 | 0 (0) | 2 |
| Total subsidiaries | 30 (4) | 726 | 31 (0) | 688 |
| TOTAL GROUP | 39 (5) | 757 | 38 (2) | 722 |

PENSIONS

OMX's defined-contribution pension obligations are mainly accounted for at the cost (premium/contribution) incurred during the fiscal year for securing employee pension benefits. In these cases, there is no need to perform an actuarial evaluation of the pension plan and the Group's earnings are charged for expenses in pace with the benefits being earned.

INFORMATION ABOUT RELATED PARTIES

During 2005, one of Board Chairman Olof Stenhammar's majority-owned subsidiaries received remuneration based on a license agreement related to the formation of OM in 1985. The payment comprises a fixed and a profit-related amount. The profit-related amount is 1 percent of OMX's profit after financial items. The remuneration for 2005 amounts to SEK 9.2 m. The agreement has been terminated and expired on December 31, 2005.

A member of the Board in a Norwegian subsidiary is a partner in a company that leases out premises to the Norwegian subsidiary. During the year, SEK 1.7 m was paid to the company in leasing expenses. The lease is in accordance with accepted market rates.

Note 8. Transactions with related parties

"Related parties" refers to companies and individuals on whom OMX is in a position to exercise considerable, though not controlling, influence.

When transactions with associated companies reported in accordance with the equity method are not eliminated in the consolidated financial statements, separate information is shown in the table below to disclose those transactions that took place between OMX and these companies.

Information relating to transactions with individuals in close proximity (Board of Directors and senior executives) is set out in Note 7.

TRANSACTIONS WITH RELATED PARTIES, GROUP, 2005

| (Amounts in SEK m) | Sales | Purchases | Receivables | Liabilities |
|-----------------------------|-------|-----------|------------------|-------------|
| Associated companies | | | | |
| EDX London Ltd | 79 | - | 46 ¹⁾ | - |
| NCSD AB | 29 | 17 | 8 | - |
| Näringslivskredit, NLK AB | - | 40 | - | - |
| Orc Software AB | - | 4 | - | - |

1) of which SEK 15 m is a long-term receivable

Sales and purchases from related parties occur at market price.

In September 2005, OMX Technology and Orc Software signed an agreement to develop together a new front office product for trade in shares and derivative instruments on several electronic markets. This agreement entailed that 12 individuals who worked with the development of the front office product at OMX were transferred to Orc Software on October 1, 2005. In conjunction with this, Orc Software assumed responsibility for the further development of the product. OMX will be responsible for expenses for the development and commercialization of the product for an initial period until the end of 2006. Sales proceeds will be divided between the parties after OMX has covered its costs for the initial periods. The launch of the product is expected to take place at the beginning of 2006.

The sale to EDX London includes a volume-based, non-recurring trading revenue of SEK 30 m that will be conclusively settled during the first quarter of 2006.

Note 9. Financial items

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--|-------------|------------|----------------|-------------|
| | 2005 | 2004 | 2005 | 2004 |
| FINANCIAL REVENUE | | | | |
| Interest revenue | 34 | 27 | 50 | 11 |
| Interest revenue, Group companies | - | - | - | 11 |
| Dividends | - | 4 | - | 2 |
| Other revenues including derivatives | 16 | 11 | - | - |
| Exchange rate fluctuations | - | - | 2 | - |
| Total revenue | 50 | 42 | 52 | 24 |
| FINANCIAL EXPENSES | | | | |
| Interest expenses | -74 | -83 | -76 | -76 |
| Other investments including derivatives | | | | |
| Net loss attributable to divestment of financial assets available for sale | -1 | -1 | - | - |
| Exchange rate fluctuations | -11 | - | - | - |
| Refinancing of subsidiaries | - | - | - | -629 |
| Other ¹⁾ | -28 | -6 | -1 | - |
| Total expenses | -114 | -90 | -77 | -705 |
| TOTAL FINANCIAL ITEMS | -64 | -48 | -25 | -681 |

1) This item included impairment of external receivables of SEK 11 m and accrued interest for the repayment of VAT in the negative amount of SEK 3.5 m.

Amounts for 2004 have not been completely subject to a market valuation since IAS 39.

Note 10. Associated companies

SHARES IN ASSOCIATED COMPANIES CONSOLIDATED IN ACCORDANCE WITH THE EQUITY METHOD

| SEK m | GROUP | |
|--|------------|------------|
| | 2005 | 2004 |
| Reported value at beginning of year | 633 | 251 |
| Acquisition of associated companies and capital contribution | 67 | 431 |
| Sale of associated companies | 0 | -22 |
| Share in earnings of associated companies | 15 | 9 |
| Dividends and Group contributions received from associated companies | -15 | -32 |
| Translation differences | 4 | -1 |
| Other changes in associated companies' equity | -81 | -3 |
| Reported value at year-end | 623 | 633 |

| SEK m | Country | Revenue | Income/loss | Assets | Liabilities | Shareh. equity | Ownership in % |
|--|---------|---------|-------------|--------|-------------|----------------|------------------|
| <i>Associated companies, 2005</i> | | | | | | | |
| Central Securities Depositories of Lithuania | Latvia | 5 | 2 | 13 | 1 | 12 | 39 |
| EDX London Ltd | UK | 55 | -23 | 28 | 6 | 22 | 24 |
| VPC AB | Sweden | 137 | 32 | 293 | 53 | 240 | 20 |
| Näringslivskredit NLK AB | Sweden | 3 | 0 | 140 | 69 | 71 | 48 ¹⁾ |
| ORC Software AB | Sweden | 86 | 4 | 100 | 40 | 60 | 31 |

| | | | | | | | |
|--|---------|----|----|-----|----|-----|------------------|
| <i>Associated companies, 2004</i> | | | | | | | |
| Central Securities Depositories of Lithuania | Latvia | 2 | 1 | 13 | 0 | 12 | 39 |
| EDX London Ltd | UK | 25 | -7 | 81 | 74 | -24 | 24 |
| VPC AB | Sweden | 6 | 2 | 262 | 55 | 207 | 20 |
| Nordic Exchanges A/S | Denmark | 0 | 0 | 0 | 0 | 0 | 32 |
| Näringslivskredit NLK AB | Sweden | 6 | 5 | 240 | 96 | 144 | 48 ¹⁾ |
| ORC Software AB | Sweden | 74 | 8 | 94 | 34 | 60 | 30 |

1) Share of equity amounts to 90 percent

None of the above participations in associated companies are owned by the Parent Company. At December 31, 2005, participations in associated companies included goodwill amounting to SEK 217 m (217).

Note 11. Taxes

Both current and deferred income tax are reported for Swedish and foreign Group entities under Taxes in the income statement. Companies in the Group are liable to pay tax in accordance with relevant taxation legislation in the respective countries. The Swedish State corporate tax rate for the Parent Company (in Sweden) was 28 percent and was calculated on nominal reported income adding non-deductible items and deducting non-taxable revenue. Assessments and assumptions have been made when calculated the amounts and percentages presented in this Notes. All assessments and assumptions involve a certain degree of uncertainty.

DISTRIBUTION OF INCOME BEFORE TAX

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---|------------|------------|----------------|-------------|
| | 2005 | 2004 | 2005 | 2004 |
| Sweden | 381 | -74 | 2 008 | -680 |
| Other countries | 450 | 633 | -9 | - |
| Share in earnings of associated companies | 15 | 9 | - | - |
| TOTAL | 846 | 568 | 1 999 | -680 |

The "Distribution of tax for the year" table reported how tax is specified between Sweden and other countries and the division of current and deferred taxes. The current tax for the Swedish portion of the Group refers to adjustments of tax attributable to previous years. The major portion refers to the tax expense of SEK 67 m which the associated company Näringslivskredit NLK AB incurred due to a decision by the Swedish Administrative Court of Appeal. The positive earnings in the Swedish portion of the operations led to a dissolution of tax loss carryforwards equivalent to tax assets. The

The consolidated value of owned shares in income, earnings, assets and liabilities are specified below.

OMX's associated company, NLK, is party to a tax case concerning the possibility of loss carryforwards for year of assessment 2000. The Swedish Administrative Court of Appeal announced its decision in the case during the second quarter, which was a negative result for NLK. This decision led to tax expenses of SEK 67 m and interest expenses of SEK 10 m. These expenses have been reported by the Group as tax expenses and interest expenses respectively instead of as shares of associated companies' income since the corresponding tax revenues were reported by the Group when the loss carryforward was utilized.

The market capitalization of the holdings in Orc Software (4.5 million shares) was SEK 398 m (259) as per December 31, 2005. The book value was SEK 62 m (78). Other holdings are not noted. For these amounts the fair value is deemed to be the same as book value. An impairment loss was recognized in the assets of EDX London at the end of the year. This impairment loss entailed a loss of approximately SEK 21 m for OMX and was reported against its share in the earnings of associated companies.

Group's operations in other countries have resulted in both current and utilized loss carryforwards. The Parent Company's positive earnings comprise a capital gain from the inter-company sales of Stockholmsbörsen AB to OMX Exchanges Ltd. This capital gain is exempt from tax. The underlying operations generated a negative result which is the reason for the positive amount of tax on net income for the year.

DISTRIBUTION OF TAX FOR THE YEAR

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---------------------|-------------|-------------|----------------|-----------|
| | 2005 | 2004 | 2005 | 2004 |
| Current tax | | | | |
| Sweden | -79 | -20 | - | -1 |
| Other countries | -40 | -134 | - | - |
| Total | -119 | -154 | - | -1 |
| Deferred tax | | | | |
| Sweden | -109 | 88 | 45 | 44 |
| Other countries | -75 | -119 | - | - |
| Total | -184 | -31 | 45 | 44 |
| TOTAL | -303 | -185 | 45 | 43 |
| Tax rate, % | 36 | 40 | -2 | 6 |

The Group's negative deviation from the nominal Swedish tax rate of 28 percent is primarily due to the adjustment made concerning the previous year. The fact that the Group conducts operations in several countries with a lower tax rate than 28 has a positive impact on the tax rate. The reduction in the tax rate in Finland from 29 percent to 26 percent from January 1, 2005 has also had a positive effect compared with the

previous year. This effect is included in the difference between the various tax rates of the countries in which the company has operations. In addition, the Group has tax-exempt revenues that have a positive effect on the Group's tax rate. The fact that operations are conducted in countries with lower tax rates than the nominal Swedish tax rate and that the company receives tax-exempt revenues will entail that the Group's tax rate will amount to approximately 25 percent as from 2006. The Parent Company's low tax rate is attributable to the tax-exempt revenue from the sale of Stockholmsbörsen AB to OMX Exchanges Ltd.

RECONCILIATION OF EFFECTIVE TAX

| (%) | GROUP | | PARENT COMPANY | |
|---|-----------|-----------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Swedish income tax rate | 28 | 28 | 28 | 28 |
| Difference between different countries' tax rates | -1 | -1 | - | - |
| Impairment of prior capitalized losses | - | 7 | - | - |
| Deficit for which tax loss carryforwards have not been observed | 2 | 8 | - | - |
| Utilization of previously non-capitalized deficits | -1 | - | - | - |
| Tax-exempt revenues | -1 | -9 | -30 | 5 |
| Non-deductible expenses | - | - | - | - |
| Reversal of tax reserves | - | -4 | - | - |
| Refinancing of subsidiaries | - | - | - | -26 |
| Adjustments for previous year | 9 | 1 | - | - |
| Other | - | 3 | - | -1 |
| EFFECTIVE TAX RATE | 36 | 33 | -2 | 6 |

Of the Group's total tax loss carryforwards, which is approximately SEK 1,316 m, only SEK 807 m is considered in the calculation of deferred tax. The tax loss carryforwards that are considered in the calculation of deferred tax are reported to the extent that it is probable that it will be used against future taxable surplus. The Parent Company's accumulated tax loss carryforwards have, despite the fiscal loss, reduced to SEK 164 m due to the Group contribution received in the amount of SEK 344 m. The tax effect of the Group contribution is booked directly against shareholders' equity.

DISTRIBUTION OF ACCUMULATED TAX LOSS CARRYFORWARDS

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--------------------|--------------|--------------|----------------|------------|
| | 2005 | 2004 | 2005 | 2004 |
| Sweden | 699 | 1,106 | 162 | 361 |
| Other countries | 617 | 794 | 2 | - |
| TOTAL | 1,316 | 1,900 | 164 | 361 |

TOTAL TAX LOSS CARRYFORWARDS THAT CORRESPOND TO TAX ASSETS

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--------------------|------------|--------------|----------------|------------|
| | 2005 | 2004 | 2005 | 2004 |
| Sweden | 699 | 1,106 | 162 | 361 |
| Other countries | 108 | 278 | - | - |
| TOTAL | 807 | 1,384 | 162 | 361 |

The Group's deferred tax assets attributable to Sweden are deemed to be consumed within the forthcoming two years. The largest portion of foreign loss carryforwards that correspond to tax assets should be utilized within the same time period. Deferred tax assets referring to restructuring will be utilized at the same rate as the utilization of restructuring provisions and other provisions.

DEFERRED TAX ASSETS AND TAX LIABILITIES

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---------------------------------------|------------|------------|----------------|------------|
| | 2005 | 2004 | 2005 | 2004 |
| Deferred tax assets | | | | |
| Loss carryforwards | 217 | 336 | 46 | 101 |
| Provisions for restructuring measures | 20 | 57 | - | - |
| Impairment of fixed assets | - | 2 | - | - |
| Other | - | 4 | - | - |
| Total deferred tax assets | 237 | 399 | 46 | 101 |
| Deferred tax liabilities | | | | |
| Untaxed reserves | -26 | -14 | - | - |
| Total deferred tax liabilities | -26 | -14 | - | - |
| DEFERRED TAX ASSETS, NET | 211 | 385 | 46 | 101 |

Losses in Swedish companies can be utilized for an unlimited amount of time. For foreign subsidiaries, the useful life of the loss is limited in certain cases. The minimum time period within which foreign losses can be utilized is 16 years.

UTILIZATION OF TOTAL LOSSES AT YEAR-END

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|-----------------------|--------------|--------------|----------------|------------|
| | 2005 | 2004 | 2005 | 2004 |
| Last utilization year | | | | |
| 2019-2024 | 147 | 170 | - | - |
| Unlimited | 1,169 | 1,730 | 164 | 361 |
| TOTAL | 1,316 | 1,900 | 164 | 361 |

UNTAXED RESERVES

The Stockholmsbörsen AB signed a credit insurance related to clearing participants' default. The insurance is intended to cover losses arising in clearing operations and which normally are covered solely by the company's shareholders' equity. The insurance has been signed by OMX's wholly owned insurance company OMX Capital Insurance AG in Switzerland, which for part of the risk has secured reinsurance from Radian Asset Assurance Inc. in the US. OMX Capital Insurance AG has reserved funds in an insurance provision. At the Group level, the provision is distributed between unrestricted funds and deferred tax. The portion of unrestricted reserves required to cover OMX Capital Insurance AG's own risk is reported, however, as restricted funds in the Group.

TAX ITEM REPORTED DIRECTLY AGAINST SHAREHOLDERS' EQUITY

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---|-----------|----------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Deferred tax attributable to changed accounting principles | 10 | - | - | - |
| Deferred tax attributable to revaluation of financial instruments | 8 | - | - | - |
| Current tax in Group contribution received | - | - | -96 | - |
| TOTAL | 18 | - | -96 | - |

ONGOING TAX DISPUTES

OMX's associated company, NLK, is party to a tax case concerning the possibility of loss carryforwards for which an appeal has been lodged with the Swedish Supreme Administrative Court. NLK lost this dispute in the Administrative Court of Appeal during the year, and the Group incurred a tax expense of SEK 67 m. Since NLK has paid this tax expenses, the dispute will not have any further negative impact on the Group.

The Stockholmsbörsen AB subsidiary received a ruling from the Swedish Tax Board in 2004 pursuant to which the company will be subject to a value added tax surcharge for the facility management services it purchases from OMX Technology. Since the Stockholmsbörsen AB only has limited opportunities to offset input value-added tax, this will result in increased costs for Stockholmsbörsen AB and the Group. Stockholmsbörsen AB does not share the Swedish Tax Board's assessment and will appeal against the ruling. An appeal has not yet been lodged pending ruling in similar cases. The Supreme Administrative Court's decision in similar cases will be announced during the spring. It is the company's opinion that the Swedish Tax Board will not be successful in this case and therefore no provision has been established. Should the Swedish Tax Board's opinion ultimately be upheld, this would give rise to a cost for the Group of approximately SEK 66 m based on the situation on the balance-sheet date and increase ongoing expenses by SEK 2 m per month.

Other ongoing current disputes, either individually or collectively, are not considered to pose any material threat to the Group's business operations, its financial position or its earnings.

Note 12. Operational leasing

GROUP

The Group has no financial leasing commitments. Set out below are the operational leasing commitments of the Group.

LEASING FEES FOR THE PERIOD

| (Amounts in SEK m) | 2005 | 2004 |
|---------------------|------------|------------|
| Equipment | 1 | 2 |
| Computer operations | 76 | 92 |
| Premises | 209 | 168 |
| TOTAL | 286 | 262 |

CONTRACTED LEASING FEES

| (Amounts in SEK m) | 2006 | 2007 | 2008 | 2009 | 2010 | 2011-16 |
|-----------------------------------|------------|------------|------------|------------|------------|------------|
| Equipment | 1 | - | - | - | - | - |
| Computer operations ¹⁾ | 29 | 15 | 4 | 2 | 2 | - |
| Premises | 190 | 169 | 167 | 172 | 178 | 970 |
| of which, premises sublet | 17 | 25 | 26 | 26 | 23 | 99 |
| of which, provisions made | 40 | 20 | 19 | 15 | 7 | 10 |
| TOTAL | 220 | 184 | 171 | 174 | 180 | 970 |

1) Of which SEK 26 m contracted for 2006, SEK 14 m for 2007 and SEK 4 m for 2008 relate to leasing of computer equipment from the associated company, Näringslivskredit, NLK AB.

PARENT COMPANY

The Parent Company has no financial leasing commitments. Set out below are the operational leasing commitments of the Parent Company.

LEASING FEES FOR THE PERIOD

| (Amounts in SEK m) | 2005 | 2004 |
|--------------------|------|------|
| Premises | 105 | 100 |

CONTRACTED LEASING FEES

| (Amounts in SEK m) | 2006 | 2007 | 2008 | 2009 | 2010 | 2011-16 |
|---|------|------|------|------|------|---------|
| Premises | 94 | 86 | 86 | 91 | 96 | 570 |
| of which, subletting to Group companies | 73 | 73 | 73 | 73 | 73 | 441 |

Note 13. Intangible fixed assets

| GROUP, (Amounts in SEK m) | Goodwill | Capitalized expenditure for development | Other intangible assets |
|--|--------------|---|-------------------------|
| Acquisition value brought forward, Jan 1, 2004 ¹⁾ | 2,403 | 800 | 74 |
| Assets acquired through acquisitions | - | - | 1 |
| Divestment through sale of subsidiaries | -454 | -77 | - |
| Assets acquired during the year | 46 | 120 | 100 |
| Reclassifications | -35 | 55 | 25 |
| Disposals | - | -10 | - |
| Exchange-rate differences | -10 | -9 | -1 |
| Acquisition value carried forward, Dec 31, 2004 | 1,950 | 879 | 199 |
| Amortization brought forward, Jan 1, 2004 | - | 336 | 48 |
| Amortization for the year | - | 61 | 19 |
| Disposals | - | -10 | - |
| Divestment through sale of subsidiaries | - | -3 | - |
| Exchange-rate differences | - | -1 | - |
| Amortization carried forward, Dec 31, 2004 | - | 383 | 67 |
| Impairment brought forward, Jan 1, 2004 | - | 165 | 5 |
| Impairment for the year | 3 | 20 | - |
| Impairment carried forward, Dec 31, 2004 | 3 | 185 | 5 |
| BOOK VALUE, DEC 31, 2004 | 1,947 | 311 | 127 |
| Acquisition value brought forward, Jan 1, 2005 | 1,950 | 879 | 199 |
| Assets acquired through acquisitions | 917 | - | 350 |
| Assets acquired during the year | - | 200 | 96 |
| Reclassifications | - | -20 | - |
| Exchange-rate differences | 93 | - | -5 |
| Acquisition value carried forward, Dec 31, 2005 | 2,960 | 1,059 | 640 |
| Amortization brought forward, Jan 1, 2005 | - | 383 | 67 |
| Amortization for the year | - | 73 | 43 |
| Amortization carried forward, Dec 31, 2005 | - | 456 | 110 |
| Impairment brought forward, Jan 1, 2005 | 3 | 185 | 5 |
| Impairment for the year | 2 | 9 | 2 |
| Impairment carried forward, Dec 31, 2005 | 5 | 194 | 7 |
| BOOK VALUE, DEC 31, 2005 | 2,955 | 409 | 523 |
| Of which assets held for sale | | 75 | 4 |

1) The acquisition value of goodwill was adjusted in conjunction with the implementation of IFRS. At the beginning of 2004, the Group had an acquisition value of goodwill of SEK 3,085 m and accumulated amortization of SEK 618 m.

| PARENT COMPANY, (amounts in SEK m) | 2005 | 2004 |
|--|-----------|----------|
| Capitalized expenditure for research | | |
| Acquisition value brought forward | 4 | 11 |
| Capitalized expenses for the year | 7 | - |
| Divested assets | - | -7 |
| Acquisition value carried forward | 11 | 4 |
| Amortization brought forward | 2 | 4 |
| Divested assets | - | -4 |
| Amortization for the year | 1 | 2 |
| Amortization carried forward | 3 | 2 |
| Residual value according to plan, carried forward | 8 | 2 |

TOTAL INTANGIBLE ASSETS, USEFUL LIFE

| (Amounts in SEK m) | Acquisition value | Book value |
|-------------------------|-------------------|------------|
| Development in progress | 236 | 236 |
| 3 years | 21 | 9 |
| 5 years | 830 | 208 |
| 10 years | 313 | 194 |
| 20 years | 300 | 285 |
| TOTAL | 1,700 | 932 |

The useful life for intangible assets found in the Parent Company is five years.

Development in progress relates to various components in the marketplace system. Their values are reviewed continuously and amortization is initiated when the respective part has been completed. Of the book value per December 31, 2005, SEK 75 m refers to Banks & Brokers operations which is being discontinued.

Assets with a useful life of 10 years mainly consist of the product EXIGO CSD, which is a central system in OMX's systems platform.

Assets with a useful life of 20 years comprise surplus values in customer contracts attributable to the acquisition of CSE.

The review of the value of all intangible assets takes place on an ongoing basis throughout the year by using a risk-adjusted discounted cash flow. This review is based on assumptions and assessments, which entail a certain degree of uncertainty. OMX's WACC has been utilized as the discount fact, which is 9 percent for the Technology business area. The lifetime is assumed to be the same as the amortization period.

During 2005, impairment of SEK 11 m was recognized (of which SEK 2 m was goodwill, see below) since it was not possible to justify the book value of these assets with the value of the future cash flow and that the book value exceeded fair value. The cost has been booked as an impairment in the income statement.

CAPITALIZED EXPENDITURE FOR RESEARCH

This item relates to OMX's systems solutions. The major components are the new development of EXIGO CSD (a new system for settlement, registration and custody of securities), CLICK XT (next generation of CLICKTM), STP (systems solution for banks and brokerage firms) and CONDICOTM (systems platform for energy trading).

OTHER INTANGIBLE ASSETS

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--|------------|------------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Software | 119 | - | - | - |
| Licenses | 2 | 8 | - | - |
| Surpluses in acquired customer contracts | 285 | - | - | - |
| Other | 117 | 94 | - | 2 |
| TOTAL | 523 | 102 | - | 2 |

GOODWILL

Goodwill is divided between the Group's cash-generating units, primarily within the OMX Exchanges division:

| (Amounts in SEK m) | 2005 | 2004 |
|----------------------------|--------------|--------------|
| OMX Exchanges | | |
| Stockholm Stock Exchange | 590 | 590 |
| Helsinki Stock Exchange | 1,362 | 1,321 |
| Copenhagen Stock Exchange | 924 | - |
| Other exchanges | 15 | 15 |
| Total OMX Exchanges | 2,891 | 1,926 |
| OMX Technology | | |
| Other | 64 | 21 |
| TOTAL | 2,955 | 1,947 |

An impairment test of goodwill was performed at the end of 2005. It is necessary to make certain assessments and assumptions that entail a certain degree of uncertainty for this test.

The value in use of goodwill attributable to exchange operations has been calculated based on the discounted eternal cash flow with a growth rate of 0 percent and a

discount rate of 8 percent which corresponds to the company's WACC for the Exchange operations.

The eternal useful life has been applied against the background of the company's long history of a stable and strong cash flow. The acquisitions are of great strategic importance to OMX. A larger market and increased liquidity have been achieved through these acquisitions. Cost-efficiency, and thereby competitiveness are increased by integrating the technical structure. OMX's Technology operations also benefit from the large home market that has been created. A growth rate of 0 percent based on expected outcome for 2005 has been applied by way of precaution due to the difficulty in assessing the market of the exchange operations. The need for an impairment of SEK 2 m was identified when the impairment test was performed, and has been reported as a impairment in the income statement. No other impairment requirements were identified.

A sensitivity analysis in which the discount rate was increased by 10 percent and the cash flow was decreased by 10 percent did not give rise to any further impairment requirements.

NOTE 14. Tangible fixed assets

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--|--------------|--------------|----------------|-----------|
| | 2005 | 2004 | 2005 | 2004 |
| Equipment | | | | |
| Acquisition value brought forward | 1,111 | 1 105 | 98 | 47 |
| Assets acquired through acquisitions | 10 | 1 | 50 | - |
| Acquisitions for the year | 85 | 105 | - | 51 |
| Divestment through sale of subsidiaries | - | -38 | - | - |
| Disposals | -144 | - | - | - |
| Sales | -6 | - | - | - |
| Reclassifications | - | -45 | - | - |
| Exchange-rate differences | 35 | -17 | - | - |
| Acquisition value carried forward | 1,091 | 1,111 | 148 | 98 |
| Depreciation brought forward | 727 | 640 | 15 | - |
| Depreciation for the year | 97 | 105 | 24 | 15 |
| Divestment through sale of subsidiaries | - | -15 | - | - |
| Disposals | -137 | - | - | - |
| Sales | -2 | - | - | - |
| Exchange-rate differences | 26 | -3 | - | - |
| Depreciation carried forward | 711 | 727 | 39 | 15 |
| Impairment brought forward | 18 | 18 | - | - |
| Impairment for the year | - | - | - | - |
| Impairment carried forward | 18 | 18 | - | - |
| BOOK VALUE | 362 | 366 | 109 | 83 |
| Of which assets held for sale | 8 | | | |

The useful life for equipment included capitalized expenditure for reconstructions amounts to five years.

Note 15. Shares in Group companies, Parent Company

| (Amounts in SEK m) | 2005 | 2004 |
|--|--------------|--------------|
| Acquisition value brought forward | 4,759 | 5,008 |
| Acquisitions during the year | 5,203 | - |
| Shareholders' contribution | 4,433 | - |
| Disposals | -6,548 | -249 |
| Outstanding employee stock options | 5 | - |
| Acquisition value carried forward | 7,852 | 4,759 |

DIVESTMENTS, 2005

| (Amounts in SEK m) | Operations | Realizable value | Date of divestment |
|---------------------|------------|------------------|--------------------|
| Stockholmsbörsen AB | Exchanges | 3,500 | February |
| OMX Treasury AB | Treasury | 5,203 | September |
| TOTAL | | 8 703 | |

SHARES IN GROUP COMPANIES, DETAILED SCHEDULE

| | Registered offices | Corporate Identity Number | Number of shares | Share of voting power and equity, % | Book value, SEK m | 2005 | 2004 |
|--|--------------------|---------------------------|------------------|-------------------------------------|-------------------|--------------|------|
| OMX Technology AB | Stockholm | 556314-8138 | 1,000,000 | 100 | 200 | 200 | |
| OMX Exchanges Ltd | Helsinki | 1110552-9 | 14,706,503 | 100 | 2,135 | 2,135 | |
| OMX Netherlands Holding BV | Amsterdam | 34229751 | 180 | 100 | 5,203 | - | |
| Risk Management Stockholm AB | Stockholm | 556355-0036 | 1,000 | 100 | 3 | 3 | |
| Stockholms Fondbörs AB | Stockholm | 556420-8394 | 4,417,092 | 17 ¹⁾ | 306 | 306 | |
| Stockholmsbörsen AB | Stockholm | 556383-9058 | 2,010,000 | 100 | - | 1,345 | |
| OMX Treasury AB | Stockholm | 556211-6854 | 10,198,611 | 100 | - | 770 | |
| Outstanding employee stock options for employees in subsidiaries | | | | | 5 | - | |
| TOTAL | | | | | 7,852 | 4,759 | |

1) The remaining share of voting power and equity is held by other companies in the OMX Group.

Note 16. Other investments held as fixed assets

| GROUP | 2005 | 2004 |
|---|-----------|-----------|
| (Amounts in SEK m) | | |
| Financial assets valued at fair value via the income statement | | |
| Shares and participations | 4 | 4 |
| Financial assets available for sale | | |
| Shares and participations | 52 | 46 |
| TOTAL | 56 | 50 |

| (Amounts in SEK m) | 2005 | 2004 |
|--|-----------|-----------|
| Acquisition value brought forward | 50 | 35 |
| Acquisitions during the year | 4 | 19 |
| Divestments during the year | -15 | -4 |
| Revaluation of shareholders' equity | 20 | - |
| Reclassification | -3 | - |
| ACQUISITION VALUE CARRIED FORWARD | 56 | 50 |

| PARENT COMPANY | 2005 | 2004 |
|--|----------|----------|
| (Amounts in SEK m) | | |
| Acquisition value brought forward | 4 | 4 |
| ACQUISITION VALUE CARRIED FORWARD | 4 | 4 |

The shares in Stockholmsbörsen AB have been transferred to the wholly owned subsidiary OMX Exchanges Ltd.

The shares in OMX Treasury AB have been provided as contribution in kind to the wholly owned subsidiary OMX Netherlands BV.

Note 17. Other long-term receivables

| GROUP | 2005 | | 2004 | |
|-------------------------------|----------------|------------|----------------|------------|
| | Reported value | Fair value | Reported value | Fair value |
| (Amounts in SEK m) | | | | |
| Other deposits | 53 | 53 | 52 | 52 |
| Long-term project receivables | - | - | 17 | 17 |
| Hedge employee stock options | 68 | 68 | - | - |
| Other long-term receivables | 42 | 42 | 75 | 75 |
| TOTAL | 163 | 163 | 144 | 144 |

| PARENT COMPANY | 2005 | | 2004 | |
|-------------------------------|----------------|------------|----------------|------------|
| | Reported value | Fair value | Reported value | Fair value |
| (Amounts in SEK m) | | | | |
| Other deposits | 7 | 7 | 6 | 6 |
| Long-term project receivables | - | - | 1 | 1 |
| Hedge employee stock options | 68 | 68 | - | - |
| Other long-term receivables | 8 | 8 | - | - |
| TOTAL | 83 | 83 | 7 | 7 |

Note 18. Market value, outstanding derivative positions

Through its clearing operations in the derivative markets, OMX Exchanges is the formal counterparty in all derivative positions traded via the exchanges. However, the exchanges do not utilize the derivatives for purpose of conducting their own trading, instead these derivatives are to be seen as a method of documenting the counterparty guarantees established in the clearing operations. Counterparty risks are measured by models that have been agreed upon with the financial supervisory authority in the respective countries. The risk situation associated with the divestment of positions remains unchanged compared with previous years. Collateral for the divestment of outstanding derivative instruments is provided as previously. According to IAS 39/32, the market value of the above-mentioned derivative positions is reported in the balance sheet.

Receivables and liabilities attributable to outstanding derivative positions have been netted to the extent that such a legal offset right exists and, at the same time, that it is OMX's intention to settle these items. The market value as per December 31, 2005 was SEK 2,312 m, which almost exclusively refers to the Stockholm Stock Exchange's derivative positions.

Note 19. Accounts receivable – trade

The valuation of accounts receivable and the provision for doubtful receivables are based on assessments of the values at which receivables are expected to be paid. These assessments are made individually per customers and also entail a certain degree of uncertainty.

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---------------------------|------------|------------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Accounts receivable | 372 | 415 | - | 2 |
| Less doubtful receivables | -5 | -2 | - | - |
| TOTAL | 367 | 413 | - | 2 |

Note 20. Other receivables

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--|------------|------------|----------------|-----------|
| | 2005 | 2004 | 2005 | 2004 |
| Current account assets ¹⁾ | 556 | 74 | - | - |
| Other non-interest bearing receivables | 156 | 158 | 21 | 17 |
| Other interest bearing receivables | 2 | 9 | - | - |
| TOTAL | 714 | 241 | 21 | 17 |

1) The change in current account assets is attributable to issue proceeds of SEK 468 m in Broker Services AB. The corresponding amount is also found under current account liabilities.

Note 21. Prepaid expenses and accrued income

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--|------------|------------|----------------|-----------|
| | 2005 | 2004 | 2005 | 2004 |
| Premises, rent | 43 | 62 | 27 | 36 |
| Systems sales, facility management ¹⁾ | 304 | 312 | - | - |
| Information sales | 59 | 47 | - | - |
| Transaction revenue | 109 | 53 | 1 | - |
| Insurance | 12 | 20 | 1 | 1 |
| Unrealized exchange rate gains | 39 | - | - | - |
| Other | 21 | 78 | 9 | 9 |
| TOTAL | 587 | 572 | 38 | 46 |

1) The item includes project revenue reported in accordance with the percentage-of-completion principle.

Note 22. Financial assets available for sale

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---------------------------------|------------|------------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Government securities | 328 | 544 | - | - |
| Bank and financial institutions | - | - | - | 1 |
| TOTAL | 328 | 544 | 0 | 1 |

The fair values of the above items correspond to the reported values.

Note 23. Shareholders' equity

A new share issue took place during the year in conjunction with the CSE acquisition, entailing that the number of shares increased by 2,927,292 to 118,474,307 with a par value of SEK 2 with one vote per share. Consolidated Shareholders' equity amounted to SEK 40 (33) per share.

ASSOCIATED COMPANIES

Income that is not paid out as a dividend in associated companies is recorded in the Group's shareholders' equity among restricted reserves. The application of the equity method of accounting for associated companies means that the value of shareholders' equity in the Group is reported at SEK 64 m (65) higher than if the acquisition value method had been used.

DISTRIBUTABLE EARNINGS

In accordance with the new Swedish Companies Act, the concept of non-restricted shareholders' equity is no longer a criterion for determining the dividend capacity of the Parent Company. Instead, the Board's decision shall be that the proposed dividend does not hinder the company or other companies included in the Group from fulfilling its commitments in the short and long term or from completing necessary investments. The proposed dividend shall be justified with respect to the reserves of Chapter 17, Section 3, Paragraphs 2-3 of the Swedish Companies Act (the prudence concept).

SHAREHOLDERS' EQUITY, GROUP

| (Amounts in SEK m) | 2005 | 2004 |
|-----------------------------------|--------------|--------------|
| Share capital | 237 | 231 |
| Other contributed funds | 3,271 | 3,045 |
| Other reserves | | |
| Fair value reserve | 12 | - |
| Translation reserve | 88 | -37 |
| Profit/loss bought forward | 584 | 184 |
| Income for the year | 543 | 382 |
| Minority interests | 14 | 30 |
| TOTAL SHAREHOLDERS' EQUITY | 4,749 | 3,835 |

OTHER RESERVES, GROUP

| (Amounts in SEK m) | Fair value reserve | Translation reserve | Total |
|--|--------------------|---------------------|------------|
| Opening balance, 2004 | - | -40 | -40 |
| Translation differences | - | 3 | 3 |
| Closing balance, 2004 | - | -37 | -37 |
| Revaluation of shares available for sale | 12 | - | 12 |
| Translation differences | - | 125 | 125 |
| Closing balance 2005 | 12 | 88 | 100 |

TRANSLATION RESERVE

The translation reserve includes all exchange rate differences arising in conjunction with the translation of financial reports from foreign operations that have prepared their financial statements in a currency other than the currency in which the consolidated financial statements are presented. The Parent Company and Group present their financial statements in Swedish kronor (SEK). The translation reserve also comprises exchange-rate differences arising in conjunction with the translation of liabilities reported as hedging instruments of a net investment in a foreign operation.

FAIR VALUE RESERVE

The fair value reserve includes the accumulated net change in fair value of financial assets available for sale until the asset is eliminated from the balance sheet.

SHAREHOLDERS' EQUITY, PARENT COMPANY

| (Amounts in SEK m) | 2005 | 2004 |
|--|--------------|--------------|
| Restricted shareholders' equity | | |
| Share capital | 237 | 231 |
| Statutory reserve | 2,503 | 3,069 |
| Total restricted shareholders' equity | 2,740 | 3,300 |
| Non-restricted shareholders' equity | | |
| Profit/loss bought forward | 484 | 55 |
| Net income for the year | 2,044 | -633 |
| Total non-restricted shareholders' equity | 2,528 | -578 |
| TOTAL SHAREHOLDERS' EQUITY | 5,268 | 2,722 |

STATUTORY RESERVE

The change in restricted shareholders' equity is attributable to the allocation of earnings in accordance with the decision of the 2005 Annual General Meeting.

Note 24. Long-term liabilities

This Note contains information on the Group's and Parent Company's long-term liabilities. For information regarding dates of maturity for the long-term liabilities, refer to Note 28 and for information regarding the Group's exposure to interest rate risks and risk of exchange rate fluctuations, refer to the section entitled Risk management on page 65.

For information regarding the reporting of employee stock options, refer to the section entitled Accounting principles.

Division of long-term liabilities.

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---|--------------|------------|----------------|------------|
| | 2005 | 2004 | 2005 | 2004 |
| Interest-bearing long-term liabilities | | | | |
| Bond loans (interest-bearing) | 1,409 | 700 | 1,409 | 700 |
| Other long-term liabilities | | | | |
| Liabilities, employee stock options | 18 | 16 | 18 | 16 |
| Other liabilities | 1 | 14 | - | - |
| TOTAL | 1,428 | 730 | 1,427 | 716 |

Note 25. Provisions

RESTRUCTURING RESERVE

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|-----------------------------------|----------|-----------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Opening balance | 26 | 249 | - | 12 |
| Provisions made during the period | - | - | - | - |
| Utilized reserves | -26 | -223 | - | -12 |
| TOTAL | 0 | 26 | - | 0 |

Refers to savings program in 2003. All remaining reserves were utilized in 2005.

OTHER PROVISIONS

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|-----------------------------------|------------|------------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Opening balance | 208 | 177 | - | - |
| Reclassifications | 27 | - | - | - |
| Provisions made during the period | - | 184 | - | - |
| Utilized reserves | -113 | -153 | - | - |
| Exchange-rate effects | 6 | - | - | - |
| TOTAL | 128 | 208 | - | - |

The opening balance comprises the reserve of SEK 57 m for the integration of OM and HEX, and provisions for expenses for unutilized premises of SEK 151 m. The provision for unutilized premises was reclassified from accrued expenses of SEK 27 m. The integration reserve was utilized during the year in the amount of SEK 46 m and pertains mainly to costs for phasing out systems and personnel reductions, and the provision for premises was utilized in the amount of SEK 67 m.

The provision for expenses for unutilized premises is based on management's assumptions and assessments and is associated with a certain degree of uncertainty. These expenses refer primarily to OMX's offices in London and New York. The provision was established in 2004 as a result of the reduction in personnel associated with the focus on cost-savings and efficiency-enhancement measures in the operations which OMX has worked with in recent years, and a decline in market conditions for the lease of premises, leading to certain areas being leased at a lower rent than OMX's lease conditions.

RESTRICTED RESERVE, CSE

The total amount of provisions presented below also includes a reserve attributable to the operations in the Copenhagen Stock Exchange, CSE. This reserve may not be distributed and may only be used to cover losses in CSE in accordance with the Danish Security Trading Act. The reserve amounts to SEK 67 m as per December 30, 2005 and is classified in its entirety as long term.

TOTAL PROVISIONS

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--------------------|------------|------------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Long-term part | 154 | 78 | - | - |
| Short-term part | 41 | 156 | - | - |
| TOTAL | 195 | 234 | - | - |

Note 26. Other liabilities

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---|------------|------------|----------------|------------|
| | 2005 | 2004 | 2005 | 2004 |
| Current account liabilities ¹⁾ | 613 | 58 | - | - |
| Other non-interest bearing liabilities | 88 | 103 | 1 | 16 |
| Other interest bearing liabilities | - | 215 | - | 200 |
| TOTAL | 701 | 376 | 1 | 216 |

1) The change in current account liabilities is attributable to received issue proceeds of SEK 468 m in Broker Services AB. The corresponding amount is also found under current account assets.

Note 27. Accrued expenses and prepaid income

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|-----------------------------------|------------|------------|----------------|-----------|
| | 2005 | 2004 | 2005 | 2004 |
| Personnel expenses | 182 | 158 | 21 | 13 |
| Systems sales ¹⁾ | 11 | 334 | - | - |
| Facility Management ¹⁾ | 12 | 88 | - | - |
| Issuers' fees ²⁾ | 53 | 52 | - | - |
| Other prepaid income | 53 | 51 | - | - |
| Unrealized exchange rate losses | 106 | - | - | - |
| Other | 129 | 99 | 17 | 22 |
| TOTAL | 546 | 782 | 38 | 35 |

1) Customer invoicing terms for projects are usually set within a contract and it is not uncommon that payments do not correspond to work carried out at a given time. Work that has been invoiced, but not yet carried out, is treated as a liability to the customer. During the period when the work to which the invoice relates is carried out, this liability is re-booked as revenue.

2) Relates to listing fees paid by companies listed on the exchanges within OMX Exchanges. These fees are paid quarterly in advance and are based on the average market capitalization of a company over the preceding 12-month period.

Note 28. Due dates for receivables and liabilities

| GROUP (Amounts in SEK m) | Within 12 months | Within 2 – 5 years | After 5 years | TOTAL |
|--|---------------------|-----------------------|------------------|---------------|
| Other long-term receivables | - | 97 | 66 | 163 |
| Accounts receivable | 367 | - | - | 367 |
| Tax assets | 37 | - | - | 37 |
| Other receivables | 714 | - | - | 714 |
| Prepaid expenses and accrued revenue | 555 | 32 | - | 587 |
| Assets available for sale | 87 | - | - | 87 |
| Interest-bearing long-term liabilities | - | 1 000 | 409 | 1,409 |
| Other long-term liabilities | - | 18 | 1 | 19 |
| Provisions | 41 | 87 | 67 | 195 |
| Liabilities to credit institutions ¹⁾ | 498 | - | - | 498 |
| Accounts payable | 137 | - | - | 137 |
| Tax liabilities | 20 | - | - | 20 |
| Other liabilities | 701 | - | - | 701 |
| Accrued expenses and prepaid income | 479 | 8 | 59 | 546 |
| TOTAL | -116 | -984 | -470 | -1,570 |

1) Refers to the commercial paper program.

PARENT COMPANY

| (Amounts in SEK m) | Within 12 months | Within 2 – 5 years | After 5 years | TOTAL |
|--|---------------------|-----------------------|------------------|---------------|
| Other long-term receivables | - | 83 | - | 83 |
| Receivables from Group companies | 356 | - | - | 356 |
| Accounts receivable | 0 | - | - | 0 |
| Other receivables | 21 | - | - | 21 |
| Prepaid expenses and accrued revenue | 34 | 4 | - | 38 |
| Interest-bearing long-term liabilities | - | 1,000 | 409 | 1,409 |
| Other long-term liabilities | - | 18 | - | 18 |
| Liabilities to credit institutions ¹⁾ | 498 | - | - | 498 |
| Accounts payable | 38 | - | - | 38 |
| Liabilities to Group companies | 1,227 | - | - | 1,227 |
| Tax liabilities | 21 | - | - | 21 |
| Other liabilities | 1 | - | - | 1 |
| Accrued expenses and prepaid income | 31 | 7 | - | 38 |
| TOTAL | -1,405 | -938 | -409 | -2,752 |

1) Refers to the commercial paper program.

Note 29. Other interest-bearing and non-interest-bearing receivables and liabilities

This Note contains information on the classification between interest-bearing and non-interest-bearing items in the balance sheet. For information regarding dates of maturity, fixed interest rate periods and the average weighted interest of interest-bearing items, refer to the section entitled Risk management on page 65.

| (Amounts in SEK m) | GROUP | | | PARENT COMPANY | | |
|---|------------------|----------------------|------------|------------------|----------------------|--------------|
| | Interest-bearing | Non-interest-bearing | Total | Interest-bearing | Non-interest-bearing | Total |
| Financial fixed assets | 90 | 1,004 | 1,094 | 9 | 7,972 | 7,981 |
| Current receivables | 2 | 4,024 | 4,026 | - | 415 | 415 |
| Financial assets available for sale | 328 | - | 328 | - | - | - |
| Cash equivalents | 915 | - | 915 | 1 | - | 1 |
| Long-term liabilities | 1,409 | 199 | 1,608 | 1,409 | 18 | 1,427 |
| Short-term liabilities | 498 | 3,757 | 4,255 | 1,291 | 528 | 1,819 |
| RECEIVABLES AND LIABILITIES, NET | -572 | 1,072 | 500 | -2,690 | 7,841 | 5 151 |

Note 30. Collateral pledged to OMX's exchange operations

Through its clearing operations, the Stockholm Stock Exchange is a counterparty in every options and futures contract and thereby guarantees the fulfillment of each contract. Customers, who through an options or futures contract, assume an obligation to the Stockholm Stock Exchange, must pledge collateral for the obligation according to special rules for this.

| GROUP Company (Amounts in SEK m) | 2005 | 2004 |
|-------------------------------------|---------------|---------------|
| Stockholm Stock Exchange | 11,533 | 10,245 |
| TOTAL | 11,533 | 10,245 |

Note 31. Pledged collateral

| GROUP (Amounts in SEK m) | 2005 | 2004 | |
|--|-----------|------------|---|
| OMX Treasury AB | 45 | 42 | Lease deposit |
| OMX Technology Pty Ltd | 2 | 3 | Lease deposit |
| OMX Technology Ltd (Hong-Kong) | 1 | 1 | Lease deposit |
| Helsinki Securities and Derivatives Exchange, Clearing House Ltd | - | 10 | Liquidity guarantee HEX Clearing |
| HEX Securities Services Ltd OY ¹⁾ | 44 | 42 | Cash equivalents pledged as collateral |
| HEX Back Office and Custody Services OY ¹⁾ | - | 20 | Cash equivalents pledged as collateral |
| TOTAL | 92 | 118 | |

1) Relates to pledged collateral for the right to act as the Swedish equivalent of the account-handling institution.

Note 32. Contingent liabilities

Through its clearing operations, the OMX AB's exchange operations act as a counterparty in each transaction and thereby guarantees the fulfillment of each contract. OMX's exchange operations are to pledge collateral for commitments with other clearing houses. The amount of these commitments is calculated on the gross exposure between the clearing houses. As collateral for these obligations, the operations have obtained a bank guarantee, which through counterparty agreements is guaranteed by OMX AB. In addition to this, guarantees have been pledged for the fulfillment of obligations for leasing contracts and in conjunction with the systems sales in the Technology divisions. In addition to the items above, there are general Parent Company guarantees for wholly owned subsidiaries of OMX AB.

| GROUP (Amounts in SEK m) | 2005 | 2004 |
|-----------------------------|-------|------|
| OMX AB | 1,483 | 953 |

OMX is party to a number of cases and disputes for which no provisions have been established since it is the opinion of management that all cases will be found in favor of OMX. There is naturally a certain degree of uncertainty associated with this opinion.

Note 33. Earnings per share

CHANGE IN NUMBER OF SHARES

After authorization was received at the OMX's Extraordinary General Meeting of shareholders on February 3, 2005, the company's share capital was increased by SEK 5,854,584 by a new share issue of 2,927,292. The newly-issued shares were utilized as the cash portion of the acquisition of the Copenhagen Stock Exchange (CSE).

| | 2005 | 2004 |
|--|--------------------|--------------------|
| Outstanding shares at beginning of the period | 115,547,015 | 115,547,015 |
| New share issue | 2,927,292 | - |
| Outstanding shares at the end of the period | 118,474,307 | 115,547,015 |

EARNINGS PER SHARE BEFORE DILUTION

Earnings per share are based on net income/loss for the year attributable to the Parent Company's owners:

| | 2005 | 2004 |
|---|-------------|-------------|
| Net income/loss for the year, SEK m | 543 | 383 |
| Average number of shares outstanding | 118,108,396 | 115,547,015 |
| EARNINGS PER SHARE, SEK | 4.65 | 3.31 |
| Of which attributable to remaining operations | 5.01 | 3.02 |
| Of which attributable to divested operations | -0.36 | 0.29 |

EARNINGS PER SHARE AFTER DILUTION

Earnings per share are based on net income/loss for the year attributable to the Parent Company's owners:

| | 2005 | 2004 |
|---|-------------|-------------|
| Net income/loss for the year, SEK m | 543 | 383 |
| Interest on convertible debentures after tax, SEK m | - | 0,6 |
| Net income/loss for the year after full conversion, SEK m | 543 | 383 |
| Average number of shares after full conversion and with full utilization of options ¹⁾ | 118,394,396 | 115,833,015 |
| EARNINGS PER SHARE, SEK | 4.65 | 3.31 |

1) For information relating to OMX's employee stock options (no dilution) and warrants, see Note 7.

Note 34. Cash flow

CASH EQUIVALENTS

The following sub-components are included in cash equivalents:

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--|--------------|--------------|----------------|----------|
| | 2005 | 2004 | 2005 | 2004 |
| Cash and bank balances | 359 | 352 | 1 | 1 |
| Financial assets available for sale | 884 | 1,025 | - | 1 |
| Total cash equivalents | 1,243 | 1,377 | 1 | 2 |
| Financial assets available for sale with tenures of > 3 months | -328 | -544 | - | - |
| Total according to balance sheet | 915 | 833 | 1 | 2 |

Financial assets available for sale are current investments that comprise discounting instruments, bonds and securities issued by the government, local authority, a Swedish limited liability company and a Swedish housing finance institution. All current investments entail an insignificant risk of fluctuations in value and can readily be converted to cash funds. However, only those investments with a maximum tenure of three months are included in the item "Cash equivalents" in the balance sheet and in the cash flow statement. Other current investments are reported as "Cash flow from investing activities".

Cash equivalents that were not available to the Group amounted to SEK 45 m at the end of the period. Blocked funds primarily refer to cash equivalents utilized as hedging in clearing activities. The Group's total hedges in interest-bearing assets relating to clearing activities amount to approximately SEK 938 m, the majority of which are investments with tenures exceeding three months.

FINANCIAL ITEMS

The following financial items reported in the income statement affect the cash flow:

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|--|-------------|------------|----------------|------------|
| | 2005 | 2004 | 2005 | 2004 |
| Other interest income and similar profit/loss items | | | | |
| Dividends | - | 4 | - | 2 |
| Interest | 34 | 38 | 50 | 22 |
| Exchange-rate differences | 28 | - | 2 | 0 |
| Other | 4 | - | - | - |
| Total | 66 | 42 | 52 | 24 |
| Interest expense and similar profit/loss items | | | | |
| Interest | -74 | -83 | -67 | -76 |
| Interest, Group | - | - | -9 | - |
| Exchange-rate differences | -39 | - | - | - |
| Other | -9 | -6 | -1 | - |
| Total | -122 | -89 | -77 | -76 |
| TOTAL | -56 | -47 | -25 | -52 |

CASH FLOW FROM ACQUISITIONS AND DIVESTMENTS OF GROUP COMPANIES

Cash flow from acquisitions

During the year, the Copenhagen Stock Exchange (CSE) was acquired. The previous year's acquisitions refer to National Stock Exchange of Lithuania and JHC. The cash flow from these acquisitions is described in the table below:

| (Amounts in SEK m) | GROUP | |
|--|---------------|------------|
| | 2005 | 2004 |
| Intangible fixed assets | 1,224 | 17 |
| Tangible fixed assets | 12 | 1 |
| Financial fixed assets | 21 | 2 |
| Receivables | 80 | 20 |
| Cash equivalents | 307 | 61 |
| Long-term liabilities | - | - |
| Current liabilities | -187 | 50 |
| Minority interests | - | 18 |
| Total purchase price | 1,457 | 33 |
| Total purchase price paid | -1,457 | -33 |
| Less earlier holding in acquired company | 18 | - |
| Less payment with own shares | 232 | - |
| Purchase price paid | -1,207 | -33 |
| Cash equivalents in acquired company | 307 | 61 |
| CASH FLOW FROM ACQUISITIONS | -900 | 28 |

Cash flow from divestments

During 2005, the operations within Banks & Brokers in Australia were divested. In 2004, the shares in NGX (National Gas Exchange), XACT Fonder and APK were divested. The cash flow from these divestments is described in the table below;

| (Amounts in SEK m) | GROUP | |
|---|-----------|------------|
| | 2005 | 2004 |
| Intangible fixed assets | 29 | 502 |
| Tangible fixed assets | - | 22 |
| Receivables | - | 51 |
| Cash equivalents | - | 270 |
| Long-term liabilities | - | -1 |
| Current liabilities | - | -81 |
| Total purchase price | 29 | 763 |
| Capital gains | - | 152 |
| Total of purchase price received | 29 | 915 |
| Less cash equivalents in divested companies | - | -416 |
| Restructuring reserve | - | 53 |
| Cash and cash equivalents in divested Group companies | - | -270 |
| CASH FLOW FROM DIVESTMENTS | 29 | 282 |

ITEMS NOT AFFECTING CASH FLOW

Changes in the company's asset structure related to acquisition are accounted for in the table above regarding cash flow from acquisitions and divestments. Other transactions related to investment and financing operations that do not give rise to payments, despite the fact that they impact the company's capital and asset structure, are listed in the table below.

| (Amounts in SEK m) | GROUP | | PARENT COMPANY | |
|---|-------|------|----------------|------|
| | 2005 | 2004 | 2005 | 2004 |
| Depreciation/amortization | 216 | 339 | 25 | 16 |
| Impairment of other intangible assets | 11 | 1 | - | - |
| Impairment of tangible assets | - | - | - | - |
| Change in deferred tax assets | -157 | -17 | -51 | 46 |
| Change in deferred tax liabilities | -10 | - | - | - |
| Impairment of financial receivables | -11 | - | - | - |
| Revaluation, employee stock options | 18 | 15 | 18 | - |
| Revaluation, share swap | 35 | 29 | 35 | - |
| Divestments and acquisitions, Group companies | - | - | 494 | - |

LIQUIDITY AND FINANCING

Interest-bearing net liabilities amounted to SEK 572 m (negative: 155) at the end of the reporting period. OMX's interest-bearing financial assets totaled SEK 1,334 m (1,517), of which SEK 90 m (131) represented financial fixed assets.

Interest-bearing financial liabilities totaled SEK 1,906 m (1,362), of which SEK 1,400 m (700) was long-term.

Agreed credit facilities amounted to SEK 3,033 m (3,100), of which SEK 0 m (1,362) was utilized. In addition, OMX has agreed credit facilities for clearing operations amounting to a total of SEK 823 m (858). Cash equivalents equaled SEK 915 m (833) and consisted of short-term investments and cash and bank balances. Cash equivalents comprise short-term investments, in addition to cash and bank balances. Investments with lifetimes shorter than three months are included in the item "Cash equivalents", since these securities are exposed to an insignificant level of risk and can be readily turned into cash.

Note 35. Information regarding the Parent Company

OMX AB (publ) is a limited liability company registered in Sweden, with its registered office in Stockholm. The Parent Company's shares are listed on the stock exchanges in Stockholm, Helsinki and Copenhagen. The address of the headquarters is: OMX AB, 105 78 Stockholm, Sweden.

The consolidated accounts for 2005 comprise the Parent Company and its subsidiaries, referred to collectively as the Group. The Group also includes shareholdings in associated companies.

Note 36. Transition to International Financial Reporting Standards (IFRS)

Effective January 1, 2005 OMX reports in accordance with International Financial Reporting Standards (IFRS). In the transition to IFRS, IFRS 1 (First-time Adoption of International Financial Reporting Standards) has been applied and a description of the effects arising from the transition to IFRS is provided below. Recalculation of comparison figures was made for 2004 in respect of all standards, except for IAS 39 (Financial instruments), which was applied for the first time in 2005.

DIFFERENCES IN ACCOUNTING PRINCIPLES IFRS-STANDARDS

Given OMX's current operations, the following IFRS standards have a significant effect compared with the accounting principles applied prior to the introduction of IFRS:

- IAS 1 – Presentation of Financial Statements
- IFRS 2 – Share-based Payment
- IFRS 3 – Business Combinations
- IAS 21 – Exchange Rates
- IAS 32 – Financial Instruments: Disclosure and Presentation
- IAS 38 – Intangible Assets
- IAS 39 – Financial Instruments

All the above standards affect OMX's accounting principles as of 2005. Moreover, IAS 1, IFRS 2, IFRS 3 and IAS 21 have also had an impact during the transition to IFRS and affect the income statement and balance sheet in 2004. IAS 39 has not had any effects on the income statement and balance for 2004, since the comparison figures related to IAS are not recalculated.

The application of IFRS did not result in any significant changes in the Group's accounting principles.

VOLUNTARY EXCEPTIONS

IFRS 1 (First-time Adoption of International Financial Reporting Standards) offers the possibility to apply eleven exceptions during the introduction of IFRS. OMX has elected to use three of these exceptions:

- Only corporate acquisitions and mergers conducted from January 1, 2004 are recalculated in line with IFRS 3.
- Accumulated differences in the translation of foreign subsidiaries are set at zero on the transition date (January 1, 2004).
- Comparison figures for 2004 regarding financial instruments are not recalculated in accordance with IAS 39.

FINANCIAL STATEMENTS (IAS 1)

DESCRIPTION OF ACCOUNTING PRINCIPLES

The standard stipulates the basis on which financial statements shall be formulated. The standard contains general requirements regarding the formulation of financial statements, guidelines on structure and minimum standards for their content.

DESCRIPTION OF EFFECTS ON OMX

Provisions for restructuring reserves have been divided between long and short-term parts, depending on when the reserves will be utilized. Of OMX's remaining provisions of SEK 234 m at December 31, 2004, SEK 142 m was utilized during 2005. Of the remaining portion of the provisions at December 31, 2005, SEK 57 m referred to long-term and SEK 35 m referred to short-term provisions.

Minority interests have been entered in shareholders' equity in the balance sheet. In the income statement, minority interests are included in earnings for the period and subsequently reported separately as the minority share in earnings for the period.

SHARE-BASED PAYMENT (IFRS 2)

DESCRIPTION OF NEW ACCOUNTING PRINCIPLE

The standard describes how to report share-based payments in which payment is made with equity instruments or liquid assets. OMX's undertaking will be paid with liquid assets. Reporting of such an undertaking is carried out by the undertaking being valued to market value at the date of the agreement. The undertaking is revalued continuously and any changes in value are reported in the income statement.

DESCRIPTION OF EFFECTS ON OMX

During 2000, 2001 and 2002, OMX issued employee stock options. If the share price exceeds the strike price when the options are exercised, the employee is entitled to

payment of the difference between the share price and the strike price in the form of shares or cash, referred to as a cash-settled plan. The options were issued free of charge and the fair value of the options is reported as a liability as of January 1, 2004 on transition to IFRS. Changes in the fair value of the options and personnel turnover that affect the valuation of the liability are reported as changes in personnel costs in the income statement.

To limit dilution and to ensure that the shares can be provided when exercise is requested, as well as to minimize the liquidity effects of social security payments in the event of a rise in the share price, agreements were previously made with external parties covering the provision of OMX shares in the event of a request for exercise (share swap). As described under Financial instruments below, the share swap will be continually valued at fair value. Changes in fair value will be reported via the income statement as changes in personnel costs, thus limiting the effects of changes in the fair value of the employee options as above. The financing costs for the share swaps are reported as previously as financial expenses.

For OMX's employees in those countries in which social security costs are paid on share-related benefits, social security costs are charged continually on the benefit for the employee. The benefit consists of the fair value of the options, as above. This entails no change in principle in transition to IFRS 2.

Warrants issued to OMX's personnel during 2003 were issued at their fair value and payment has since then been booked as shareholders' equity. Therefore, no liability should be reported and IFRS 2 will not affect accounting of the warrants.

On transition to IFRS 2, shareholders' equity at January 1, 2004 was affected negatively by SEK 12 m, and earnings for 2004 were affected positively by SEK 3 m after tax in respect of share-based payments. The total effect on shareholders' equity at December 31, 2004 amounted to a negative SEK 12 m.

BUSINESS COMBINATIONS (IFRS 3)

DESCRIPTION OF NEW ACCOUNTING PRINCIPLE

The standard describes how company acquisitions should be reported. In the case of corporate acquisitions, IFRS 3 imposes more stringent demands than earlier regarding the breakdown of the purchase price among intangible assets that can be identified and measured in connection with acquisitions, and thus the residual goodwill may be lower. There is no amortization of goodwill.

DESCRIPTION OF EFFECTS ON OMX

OMX has elected to only recalculate acquisitions completed after December 31, 2003. During 2004, the Lithuanian Stock Exchange and certain operations in Australia (net asset acquisition) were acquired. In both cases, the acquisition gave rise to goodwill (SEK 11 m and SEK 27 m, respectively). An allocation of the goodwill value among other intangible assets was not carried out in connection with the acquisition of the Lithuanian Stock Exchange, since these values were assessed to be insignificant. In the acquisition of operations in Australia, most of the goodwill was distributed among other intangible assets.

IFRS transition rules also stipulate that any allocation of goodwill values should be carried out in previously acquired companies retroactively if any added or conveyed assets and liabilities would have been identified if IFRS had been applied at the acquisition. OMX has not identified any such assets or liabilities in acquired companies.

In accordance with IFRS 1, negative goodwill shall be transferred directly to shareholders' equity in the transition to IFRS. During 2004, negative goodwill arose in OMX as a result of the definitive acquisition calculation regarding the merger of OM and HEX, which is adjusted in accordance with IFRS 1.

Of OMX's total goodwill at December 31, 2004, SEK 25 m is reclassified as other intangible assets in line with IFRS 3. The amortization period for these other intangible assets will correspond to the original goodwill item. Thus, reclassification does not give rise to any effect on earnings.

In accordance with IFRS 3, goodwill shall no longer be written off. Impairment tests shall instead be conducted regularly, defined as at least once annually. In recalculating in accordance with IFRS 3, amortization for 2004 was positively affected in the amount of SEK 97 m, of which SEK 174 m was attributable to the cessation of write-downs, a negative SEK 34 m to write-downs of reversed goodwill amortization, and a negative SEK 43 m due to the elimination of negative goodwill.

EFFECTS ON CHANGES IN FOREIGN EXCHANGE RATES (IAS 21)

DESCRIPTION OF NEW ACCOUNTING PRINCIPLE

In accordance with IAS 21, the functional currency in a foreign subsidiary shall deter-

mine how the subsidiary's income statement and balance sheet are translated to the Group's reporting currency in consolidation of subsidiaries. Former classification of subsidiaries as independent and dependent ceases in conjunction with the transition to IAS 21.

DESCRIPTION OF EFFECTS ON OMX

In applying IAS 21, the balance sheets of all of OMX's foreign subsidiaries are translated at the closing rate and income statements are translated at the average rate for the period. The translation differences arising as a result are posted to shareholders' equity. This means that the translation of foreign subsidiaries no longer gives rise to any effects on earnings, until the subsidiary is divested. The accumulated translation difference is calculated from January 1, 2004, refer to "Voluntary exceptions" above. On transition to IAS 21, shareholders' equity at January 1, 2004 declined by SEK 40 m and financial items for 2004 were affected positively by SEK 14 m because the translation of 2004's earnings effects from the translation of dependent subsidiaries and sale of foreign subsidiaries was reversed. The total effect on shareholders' equity at December 31, 2004 amounted to a negative SEK 37 m.

INTANGIBLE ASSETS (IAS 38)

DESCRIPTION OF NEW ACCOUNTING PRINCIPLE

IAS 38 provides criteria about how reporting and valuation shall be carried out and what information shall be reported regarding intangible assets.

DESCRIPTION OF EFFECTS ON OMX

There is a difference between IAS 38 and previous accounting principles regarding the criteria for the capitalization of intangible assets. In accordance with IFRS 1, a review has been conducted retroactively to identify any intangible assets that shall be capitalized in accordance with IAS 38 but that were previously expensed in accordance with earlier accounting principles. Additional intangible assets, above and beyond those reported in accordance with current accounting principles and that meet the criteria in line with IAS 38 for capitalization, have not been identified.

Thus, IFRS has not affected OMX as regards intangible assets during 2004.

FINANCIAL INSTRUMENTS (IAS 39/IAS 32)

DESCRIPTION OF NEW ACCOUNTING PRINCIPLE

IAS 39 describes reporting of financial assets and liabilities, including independent and embedded derivatives. All assets and liabilities shall be reported in the balance sheet. Classification of financial instruments guides the continuous valuation, in which the valuation standard is fair value.

DESCRIPTION OF CLASSIFICATION OF OMX FINANCIAL INSTRUMENTS

The Group classifies its financial instruments in the following categories: financial assets valued at fair value in the income statement, loan receivables and accounts receivable, financial assets held to maturity, financial available for sale and financial liabilities valued at fair value in the income statement. The classification depends on the purpose for which the instruments are acquired. Management determines the classification of instruments in the first reporting and reconsiders this decision at each reporting occasion.

a) Financial assets valued at fair value in the income statement

This category has two sub-categories: financial assets held for trading and those attributed to the category valued at fair value in the income statement from the outset. A financial asset is classified in this category if the main purpose of the acquisition was to be sold in the near future or if this classification is assigned by management. Derivative instruments are also classified as held for trading if they are not identified as hedges. Assets in this category are classified as current assets if they are either held for trading or are expected to be realized within 12 months from the balance sheet date.

(b) Loan receivables and accounts receivable

Loan receivables and accounts receivable are non-derivative financial assets with payments that are set or can be set and which are not listed on an active market. What characterizes them is that they arise when the Group provides money, goods or services directly to a customer without the intent of trading in the claim that arises. They are included in current assets, with the exception of items classified as fixed assets maturing more than 12 months after the balance sheet date. Loan receivables and accounts receivable are included in the item Accounts receivable and other receivables in the balance sheet.

(c) Financial instruments held to maturity

Financial instruments that are held to maturity are non-derivative financial assets, with payments that are set or can be set and with specified terms, which the Group's management intends and has the ability to hold until maturity. During the fiscal year, the Group has not had any instruments in this category.

(d) Financial available for sale

Financial available for sale are non-derivative assets that are either attributable to this category or have not been classified in any of the other categories. They are included in fixed assets if management does not intend to divest the asset within 12 months after the balance sheet date.

(e) Financial liabilities valued at fair value in the income statement

Financial liabilities valued at fair value in the income statement are derivatives with negative fair value if they are not identified as hedges.

(f) Other financial liabilities

Other financial liabilities are all financial liabilities apart from those that are included in the category financial liabilities valued at fair value in the income statement.

DESCRIPTION OF NEW ACCOUNTING PRINCIPLE FOR REPORTING DERIVATIVE INSTRUMENTS AND HEDGING MEASURES

Derivative instruments are reported in the balance sheet at the contract date and are valued at fair value, initially and in subsequent valuations. The method for reporting the gain or loss that arises in revaluation depends on whether the derivative is identified as a hedging instrument and, if such is the case, the character of the item that is hedged. The Group identifies certain derivatives as a hedge of the fair value of an identified asset or liability or a binding commitment, so-called fair value hedging.

When transactions are entered into, the Group documents the relationship between the hedging instrument and the hedged position, as well as the aim of the risk management and strategy for taking various hedging actions. The Group also documents its assessment, at the beginning of the hedge and continuously, about whether the derivative instruments used in hedging transactions are effective with regard to offsetting changes in fair value or cash flow of the hedged items.

Changes in fair value of derivatives identified as hedging of fair value, and which fulfill the conditions for hedge accounting, are reported in the income statement with the changes in fair value of the asset or liability for which the hedged risk arose.

Certain derivative instruments do not fulfill the conditions for hedge accounting. Changes in fair value for such derivative instruments that do not fulfill the conditions for hedge accounting are reported immediately in the income statement.

DESCRIPTION OF EFFECTS OF TRANSITION TO IAS 39

In accordance with the voluntary exceptions stated in IFRS 1, OMX has elected, in the transition to IAS 39, not to restate comparison figures for 2004. The transition effects, which would have affected earnings for previous years, are instead reported as an adjustment of the opening balance of shareholders' equity at January 1, 2005.

Embedded derivatives

No embedded derivatives subject to hedge accounting were identified at December 31, 2004 or at December 31, 2005.

Adjustment of opening balances, January 1, 2005

The total effect on shareholders' equity from the transition to IAS 39 was positive in an amount of SEK 24 m, including tax effects. The adjustment items are attributable to:

| | |
|--|------------------|
| Derivative instruments for which hedge accounting is not applied | 30 ¹⁾ |
| Market valuation of other financial instruments | 4 ²⁾ |
| Deferred tax | -10 |

Total adjustments, opening balance, shareholders' equity, January 1, 2005 24 ³⁾

1) Most of the item pertains to a share swap signed earlier to hedge OMX's employee stock options program. The value changes pertaining to derivative instruments for which hedge accounting is not applied are reported in the income statement as of January 1, 2005.

2) In accordance with IAS 39, in addition to derivative instruments, certain categories of other financial instruments, for example, interest-bearing investments, shall be valued at fair value, which means that unrealized gains must also be recognized as income.

3) Entered in the balance sheet against profit/loss brought forward (shareholders' equity), offsetting the items current receivables and deferred taxes.

UNREPORTED EFFECTS ON TOTAL ASSETS IN 2004

Derivative instruments for which hedge accounting is applied amounted to SEK 36 m at December 31, 2004, excluding derivative positions within the Stockholm Stock Exchange (see Derivative positions on OMX Exchanges below). The value change of the derivative instruments is equivalent to the value change in the underlying hedged item. Both the fair value of the derivative instrument as well as the value change in the hedged item are reported as items in the balance sheet. Consequently, the hedge relationship is reported gross, contributing to an increase in total assets but having no effect on earnings.

EFFECTS ON THE 2005 FISCAL YEAR

Financial available for sale

OMX has assets classified as financial available for sale. At the start of the year, no reliable valuation of the items was available and consequently no market valuation could be conducted. However, during the year, a market valuation became available and the value change in the asset was restated at fair value directly against the provisions item in shareholders' equity. The change in value will be reported in shareholders' equity until the financial asset is removed from the balance sheet, at which time, the accumulated gain or loss previously reported in shareholders' equity will be reported in the income statement. At December 31, the items reported directly against shareholders' equity amounted to SEK 12 m (including tax effects).

DERIVATIVE POSITIONS ON OMX EXCHANGES

In its clearing operations in derivative markets, OMX Exchanges is formally the counterparty in all derivative positions traded on the exchanges. However, the exchanges do not use derivatives for the purpose of trading on their own account, but they should be viewed as a method to document the counterparty guarantees pledged in clearing operations. The counterparty risk is measured through models agreed with the respective country's financial inspection authority. The risk situation with regard to risks in settling positions is unchanged compared with earlier years. Collateral for settling outstanding derivative instruments is pledged as earlier. According to IAS 39/IAS 32, the market values of the above-mentioned derivative positions shall be reported in the balance sheet.

Receivables and liabilities attributable to outstanding derivative positions have been netted to the extent that a legal right of offset applies and that OMX intends to settle the items simultaneously.

CASH-FLOW STATEMENT

In accordance with IAS 7, Cash-flow statements, financial investments with a term exceeding three months shall not be included in cash equivalents. This means that cash equivalents may fluctuate in the cash-flow statement as a result of changes in the term of investments. In other respects, the transition to IFRS has no effect on the Group's cash flow. However, operating income will change with regard to items not affecting cash flow, which results in a shift between lines in the cash-flow statement since it is prepared in accordance with the indirect method.

INCOME STATEMENT

The table below presents the effects of the transition to IFRS on the income statement for 2004

INCOME STATEMENT 2004

| (SEK m) | According to previous accounting principles | Share-based payments | Business combinations | Exchange rates | Reallocation of minority interest | Total effect of IFRS | IFRS accounting principles |
|-------------------------------------|---|----------------------|-----------------------|----------------|-----------------------------------|----------------------|----------------------------|
| Total revenues | 3,115 | | -9 | | | -9 | 3,106 |
| External costs | -1,216 | | | | | - | -1,216 |
| Personnel costs | -1,043 | 3 | | | | 3 | -1,040 |
| Depreciation/amortization | -340 | | 97 | | | 97 | -243 |
| Revenue from associated companies | 8 | | 1 | | | 1 | 9 |
| Operating profit | 524 | 3 | 89 | | | 92 | 616 |
| Financial net | -62 | | | 14 | | 14 | -48 |
| Profit after financial items | 462 | 3 | 89 | 14 | | 106 | 568 |
| Taxes | -185 | 0 | | | | 0 | -185 |
| Minority interest | -1 | | | | 1 | 1 | - |
| PROFIT FOR THE PERIOD | 276 | 3 | 89 | 14 | 1 | 107 | 383 |

BALANCE SHEET

The tables below present the effects of the transition to IFRS on the opening and closing balance sheets.

BALANCE SHEET, JANUARY 1, 2004

| (SEK m) | According to previous accounting principles | Share-based payments | Business combinations | Exchange rates | Provisions | Reallocation of minority interest | Total effect of IFRS | IFRS accounting principles |
|---|---|----------------------|-----------------------|----------------|------------|-----------------------------------|----------------------|----------------------------|
| Fixed assets | 4,175 | 5 | | -40 | | | -35 | 4,140 |
| Current assets | 2,571 | | | | | | - | 2,571 |
| TOTAL ASSETS | 6,746 | 5 | - | -40 | - | - | -35 | 6,711 |
| Shareholders' equity | 3,533 | -12 | | -40 | | 2 | -50 | 3,483 |
| Minority interest | 2 | | | | | -2 | -2 | - |
| Provisions | 426 | | | | -426 | | -426 | - |
| Long-term liabilities | 401 | 17 | | | 183 | | 200 | 601 |
| Current liabilities | 2,384 | | | | 243 | | 243 | 2,627 |
| TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES | 6,746 | 5 | - | -40 | - | - | -35 | 6,711 |

BALANCE SHEET, DECEMBER 31, 2004

| (SEK m) | According to previous accounting principles | Share-based payments | Business combinations | Exchange rates | Provisions | Reallocation of minority interest | Total effect of IFRS | IFRS accounting principles |
|---|---|----------------------|-----------------------|----------------|------------|-----------------------------------|----------------------|----------------------------|
| Fixed assets | 3,893 | 4 | 119 | -37 | | | 86 | 3,979 |
| Current assets | 2,641 | | | | | | - | 2,641 |
| TOTAL ASSETS | 6,534 | 4 | 119 | -37 | - | - | 86 | 6,620 |
| Shareholders' equity | 3,735 | -12 | 119 | -37 | | 30 | 100 | 3,835 |
| Minority interest | 30 | | | | | -30 | -30 | - |
| Provisions | 234 | | | | -234 | | -234 | - |
| Long-term liabilities | 714 | 16 | | | 78 | | 94 | 808 |
| Current liabilities | 1,821 | | | | 156 | | 156 | 1,977 |
| TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES | 6,534 | 4 | 119 | -37 | - | - | 86 | 6,620 |

SHAREHOLDERS' EQUITY, JANUARY 1, 2004

| (SEK m) | According to previous accounting principles | Effect of transition to IFRS | Shareholders' equity acc. To IFRS | Share capital | Classification of shareholders' equity according to IFRS | | | |
|-----------------------------------|---|------------------------------|-----------------------------------|---------------|--|------------|-----------------------------|-------------------|
| | | | | | Other capital contributions | Provisions | Profit/loss brought forward | Minority interest |
| Share capital | 231 | | 231 | 231 | | | | |
| Restricted reserves | 3,654 | | 3,654 | | 3,045 | | 609 | |
| Profit/loss brought forward | -352 | -52 | -404 | | | -40 | -304 | |
| Minority interest | 2 | | 2 | | | | | 2 |
| Total shareholders' equity | 3,535 | -52 | 3,483 | 231 | 3,045 | -40 | 305 | 2 |

SHAREHOLDERS' EQUITY, DECEMBER 31, 2004

| (SEK m) | According to previous accounting principles | Effect of transition to IFRS | Shareholders' equity acc. To IFRS | Share capital | Classification of shareholders' equity according to IFRS | | | |
|-----------------------------------|---|------------------------------|-----------------------------------|---------------|--|------------|-----------------------------|-------------------|
| | | | | | Other capital contributions | Provisions | Profit/loss brought forward | Minority interest |
| Share capital | 231 | | 231 | 231 | | | | |
| Restricted reserves | 3,692 | | 3,692 | | 3,045 | | 647 | |
| Profit/loss brought forward | -464 | -36 | -500 | | | -37 | -463 | |
| Minority interest | - | 30 | 30 | | | | | 30 |
| Income for the period | 276 | 106 | 382 | | | | 382 | |
| Total shareholders' equity | 3,735 | 100 | 3,835 | 231 | 3,045 | -37 | 566 | 30 |

In accordance with item 3.6.2 of the Swedish Code of Corporate Governance, the Board of Directors and President affirm that, to the best of their knowledge, the Annual Report has been prepared in accordance with the generally accepted accounting principles for listed companies in Sweden, the information presented agrees with actual conditions and nothing of significance has been omitted that could affect the perception of OMX conveyed by the Annual Report.

Stockholm, February 16, 2006


Olof Stenhammar
 (Chairman)


Adine Grate Axén


Urban Bäckström


Bengt Halse


Birgitta Klasén



Tarmo Korpela


Markku Pohjola


Hans Munk Nielsen


Magnus Böcker
 (President and CEO)

Our audit report was presented on February 16, 2006.


Peter Clemedtson
 Authorized Public Accountant


Björn Fernström
 Authorized Public Accountant

Audit report

TO THE ANNUAL MEETING OF THE SHAREHOLDERS OF OMX AB CORPORATE IDENTITY NUMBER 556243-8001

We have audited the annual accounts, the consolidated accounts, the accounting records and the administration of the Board of Directors and the President of OMX AB for the year 2005. The annual accounts of the company and the consolidated accounts are included on pages 44-90 of this document. The Board of Directors and the President are responsible for these accounts and the administration of the company as well as for the application of the Annual Accounts Act when preparing the annual accounts and the application of international financial reporting standards IFRS as adopted by the EU and the Annual Accounts Act when preparing the consolidated accounts. Our responsibility is to express an opinion on the annual accounts, the consolidated accounts and the administration based on our audit.

We conducted our audit in accordance with generally accepted auditing standards in Sweden. Those standards require that we plan and perform the audit to obtain reasonable assurance that the annual accounts and the consolidated accounts are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the accounts. An audit also includes assessing the accounting principles used and their application by the Board of Directors and the President and significant estimates made by the Board of Directors and the President when preparing the annual accounts and consolidated accounts, as well as evaluating the overall presentation of information in the annual accounts and the consolidated accounts. As a basis for our opinion concerning discharge from liability, we examined significant decisions, actions taken and circumstances of the company in order to be able to determine the liability, if any, to the company of any board member or the President. We also examined whether any board member or the President has, in any other way, acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association. We believe that our audit provides a reasonable basis for our opinion set out below.

The annual accounts have been prepared in accordance with the Annual Accounts Act and give a true and fair view of the company's financial position and results of operations in accordance with generally accepted accounting principles in Sweden. The consolidated accounts have been prepared in accordance with international financial reporting standards IFRS as adopted by the EU and the Annual Accounts Act and give a true and fair view of the group's financial position and results of operations. The statutory administration report is consistent with the other parts of the annual accounts and the consolidated accounts.

We recommend to the annual meeting of shareholders that the income statements and balance sheets of the Parent Company and the Group be adopted, that the profit of the Parent Company be dealt with in accordance with the proposal in the Board of Directors' Report and that the members of the Board of Directors and the President be discharged from liability for the financial year.

Our audit report was presented on February 16, 2006.



Peter Clemetson
Authorized Public Accountant



Björn Fernström
Authorized Public Accountant

Financial overview

10-YEAR OVERVIEW¹⁾

| SEK m | 2005 | 2004 | 2003 | 2002 | 2001 | 2000 | 1999 | 1998 | 1997 | 1996 | CAGR, % |
|--|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|------------|------------|-----------|
| INCOME | | | | | | | | | | | |
| Net sales | 3,136 | 2,906 | 2,686 | 2,640 | 3,072 | 3,152 | 1,954 | 1,567 | 991 | 610 | |
| of which, own work capitalized | 125 | 74 | 86 | 80 | – | – | – | – | – | – | |
| Other revenue | – | 200 | – | – | – | – | – | – | – | – | |
| TOTAL REVENUE | 3,136 | 3,106 | 2,686 | 2,640 | 3,072 | 3,152 | 1,954 | 1,567 | 991 | 610 | 22 |
| Revenue growth per year, % | 1 | 16 | 2 | -14 | -3 | 61 | 25 | 58 | 62 | 8 | |
| Operating expenses before depreciation | -2,015 | -2,256 | -2,782 | -2,379 | -3,199 | -2,230 | -1,265 | -1,087 | -650 | -406 | 24 |
| Depreciation and impairment | -226 | -243 | -374 | -323 | -359 | -229 | -169 | -105 | -37 | -28 | |
| of which, goodwill | – | – | -170 | -129 | -118 | -98 | -85 | -70 | -17 | -6 | |
| Participations in associated companies' income | 15 | 9 | 21 | 38 | 33 | 10 | 3 | – | 34 | – | |
| OPERATING INCOME | 910 | 616 | -449 | -24 | -453 | 703 | 523 | 375 | 338 | 176 | 13 |
| Operating margin, % | 29 | 20 | -16 | -1 | -15 | 22 | 27 | 24 | 34 | 29 | |
| Financial items | -64 | -48 | -23 | -32 | -16 | 40 | 80 | 105 | 84 | 150 | |
| INCOME AFTER FINANCIAL ITEMS | 846 | 568 | -472 | -56 | -469 | 743 | 603 | 480 | 422 | 326 | |
| Tax | -303 | -185 | 41 | -15 | 233 | -127 | -151 | -94 | -85 | -39 | |
| INCOME FOR THE PERIOD | 543 | 383 | -431 | -71 | -236 | 616 | 452 | 386 | 337 | 287 | |
| of which, attributable to shareholders in OMX AB | 550 | 382 | -431 | -71 | -25 | 730 | 444 | 381 | 334 | 287 | |
| of which, attributable to minority interest | -7 | 1 | 0 | 0 | -211 | -114 | 8 | 5 | 3 | – | |
| Earnings per share, SEK | 4.65 | 3.31 | -4.33 | -0.85 | -0.3 | 8.69 | 5.3 | 4.55 | 14.2 | 12.2 | |
| BALANCE SHEET | | | | | | | | | | | |
| Total assets | 10,612 | 6,620 | 6,746 | 4,920 | 5,985 | 5,505 | 4,123 | 3,486 | 2,309 | 1,803 | 18 |
| Capital employed | 6,656 | 5,197 | 5,588 | 4,075 | 4,389 | 3,811 | 3,337 | 2,837 | 1,636 | 1,507 | 16 |
| Shareholders' equity | 4,749 | 3,835 | 3,533 | 2,017 | 2,257 | 2,986 | 2,808 | 2,740 | 1,613 | 1,479 | 12 |
| KEY FIGURES | | | | | | | | | | | |
| Equity/assets ratio, % | 57 | 58 | 52 | 41 | 37 | 55 | 68 | 79 | 70 | 82 | |
| Return on shareholders' equity, % | 12 | 10 | -16 | -3 | -1 | 25 | 16 | 14 | 20 | 21 | |
| Return on capital employed, % | 14 | 12 | -7 | 2 | -8 | 25 | 20 | 22 | 27 | 23 | |
| Net debt/equity ratio | 12 | -4 | 17 | 33 | 6 | -45 | -39 | -57 | -91 | -86 | |
| Investments in equipment | 85 | 105 | 84 | 75 | 409 | 336 | 100 | 79 | 44 | 42 | |
| Investments in research and development | 263 | 120 | 221 | 254 | 394 | 608 | 248 | 133 | 83 | 64 | |
| of which, expensed | 63 | 18 | 76 | 146 | 289 | 287 | 175 | 87 | 83 | 64 | |
| Average number of employees | 1,370 | 1,478 | 1,682 | 1,677 | 1,516 | 1,242 | 805 | 507 | 303 | 243 | |
| Personnel expenses | 1,069 | 1,040 | 1,422 | 1,171 | 1,148 | 909 | 544 | 352 | 224 | 165 | |

¹⁾ IFRS applied only for 2004 and 2005.

INCOME STATEMENT – LAST EIGHT QUARTERS

QUARTERLY DATA

| | 2005 | | | | 2004 | | | |
|--|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
| | Q4 | Q3 | Q2 | Q1 | Q4 | Q3 | Q2 | Q1 |
| INCOME STATEMENT | | | | | | | | |
| Net sales | 847 | 776 | 771 | 742 | 695 | 656 | 740 | 815 |
| of which, own work capitalized | 29 | 28 | 33 | 35 | 34 | 31 | 6 | 3 |
| Other revenue | - | - | - | - | 81 | - | 16 | 103 |
| TOTAL REVENUE | 847 | 776 | 771 | 742 | 776 | 656 | 756 | 918 |
| External expenses | | | | | | | | |
| Premises | -46 | -46 | -47 | -52 | -177 | -48 | -41 | -52 |
| Marketing expenses | -12 | -9 | -12 | -7 | -16 | -6 | -14 | -9 |
| Consultancy expenses | -64 | -71 | -61 | -57 | -48 | -46 | -53 | -60 |
| Operation and maintenance expenses, IT | -59 | -57 | -61 | -55 | -78 | -82 | -70 | -87 |
| Other external expenses | -56 | -59 | -66 | -49 | -157 | -51 | -74 | -47 |
| Personnel expenses | -281 | -253 | -271 | -264 | -251 | -235 | -266 | -288 |
| Depreciation and impairment | -55 | -56 | -58 | -57 | -106 | -35 | -48 | -54 |
| TOTAL OPERATING EXPENSES | -573 | -551 | -576 | -541 | -833 | -503 | -566 | -597 |
| Participations in associated companies' income | -11 | 7 | 13 | 6 | 3 | 0 | 1 | 5 |
| OPERATING INCOME | 263 | 232 | 208 | 207 | -54 | 153 | 191 | 326 |
| Financial items | -8 | -23 | -16 | -17 | -22 | -19 | 1 | -8 |
| INCOME AFTER FINANCIAL ITEMS | 255 | 209 | 192 | 190 | -76 | 134 | 192 | 318 |
| Tax on year's income | -68 | -58 | -119 | -58 | -5 | -42 | -57 | -83 |
| INCOME FOR THE PERIOD | 187 | 151 | 73 | 132 | -81 | 92 | 135 | 235 |
| Of which, attributable to shareholders in OMX AB | 192 | 151 | 72 | 135 | -81 | 92 | 134 | 235 |
| Of which, attributable to minority share | -5 | 0 | 1 | -3 | 0 | 0 | 1 | 0 |
| Number of shares, millions | 118.474 | 118.474 | 118.474 | 118.474 | 115.547 | 115.547 | 115.547 | 115.547 |
| Number of shares after full conversion, millions | 118.760 | 118.760 | 118.760 | 118.760 | 115.833 | 115.837 | 115.837 | 116.640 |
| Earnings/loss per share, SEK | 1.62 | 1.27 | 0.61 | 1.15 | -0.70 | 0.78 | 1.18 | 2.03 |
| Earnings/loss per share after full conversion, SEK | 1.62 | 1.27 | 0.61 | 1.15 | -0.70 | 0.78 | 1.18 | 2.03 |

DEFINITIONS OF FINANCIAL TERMS

| | |
|--------------------------------|--|
| Capital employed | Total assets less non-interest-bearing liabilities including deferred tax liabilities. |
| Cash flow per share | Cash flow from operating activities divided by the average number of shares. |
| Earnings per share | Net profit (income after tax) divided by average number of shares. |
| Equity/assets ratio | Shareholders' equity as a percentage of total assets. |
| Operating margin | Operating income as a percentage of operating revenue. |
| P/E ratio | Market price in relation to earnings per share. |
| Return on capital employed | Income after financial net items plus financial expenses as a percentage of average capital employed. |
| Return on shareholders' equity | Net profit (income after tax) as a percentage of average shareholders' equity. |
| Total return | The price trend of a share and reinvested dividends. |
| Value added per employee | Value added divided by the average number of employees. Value added is the sum of operating income before financial items and personnel expenses (adjusted). |

Glossary

APK. Finnish central securities depository.

ASP. (Application service provider). Outsourcing of development and maintenance of IT applications, as well as operation and storage of hardware.

Back office. Administration, settlement and custody of securities.

Basel II. Name for capital-cover regulations adopted in 2004 by the Basel Committee and now an EU directive that is binding in Sweden.

Beta. A measurement of risk that shows the sensitivity of a stock to market fluctuations compared to the exchange as a whole over a certain period of time. A beta greater than 1 indicates that the stock price varies more than the average of all of the stocks on the exchange.

Bonds. Interest-bearing securities with period of maturity exceeding one year at the time of issue. Issued by governments, municipalities, mortgage institutes and companies.

CAGR. Compound Annual Growth Rate is the average growth for a time period, as if it were growing in 'steady state'. The standard formula is: $(\text{last number}/\text{first number})^{(1/\text{compounding periods})-1}$.

Central securities depository (CSD). Companies that act as a depository or provide an account-based system, or both, for the registration of securities holdings. The main task of a CSD is to manage shareholder registers and related administration including dividend payments and ownership transfer documentation. The Swedish central securities depository (VPC) is an example of a CSD.

Clearing/Central Counterparty Clearing (CCP). Clearing originally meant compiling and usually offsetting claims and counterclaims between buyers and sellers. At OMX exchanges and clearing organizations, it also means entering as a counterparty in a securities transaction, whereby the clearing organization becomes the new buyer vis-à-vis the original seller and the new seller vis-à-vis the original buyer. The term central counterparty clearing, or CCP, is usually used when introducing central counterparty clearing functionality in equity trading. Clearing operations are normally subject to legal authorization.

COBIT. Generally applicable standard for IT security and control procedures, based on 34 main processors and 318 control points (Control Objectives for Information and Related Technology).

Code of Corporate Governance. A code of corporate governance shall ensure that a company is managed with its owners' best interests in mind. The Swedish Code of Corporate Governance has begun to be implemented by the Stockholm Stock Ex-

change for all companies on its A list and those on its O list with a market capitalization exceeding SEK 3 bn. The Finnish Code for Corporate Governance was implemented in the regulations of the Helsinki Stock Exchange in 2004. The Danish Code of Corporate Governance is included in the regulations of the Copenhagen Stock Exchange effective January 1, 2006.

Convertibles. Interest-bearing debentures that can be converted, that is, exchanged for shares at a pre-determined price.

COSO. Umbrella organization for five auditors' organizations in the US, with the objective of improving quality in auditing thorough business ethics, effective internal audits and corporate governance (Committee of Sponsoring Organizations of the Treadway Commission).

Counterparty risk/default risk. The risk that a counterparty in a transaction will be unable to fulfill their obligations.

Derivative. A security or financial instrument the value of which is dependent on the performance of an underlying asset, for example, equities. The most common examples are futures, options and forwards, but swaps and warrants are usually included in this category.

EDX London. Derivatives exchange offering trading in Nordic equity derivatives with clearing in the UK through the LEC (see below).

Eurex. German derivatives exchange.

Euronext. Common exchange for equity-based and fixed-income derivatives comprising exchanges in Belgium, France, the Netherlands and Portugal, as well as a derivatives exchange in London. The head office is located in Amsterdam. Founded in 2000.

Euronext.liffe. Euronext's market for equity-based and fixed-income derivatives.

Facility management services (FMS). Outsourcing of functions and operational services, e.g. to an exchange. In an FMS contract, OMX assumes responsibility for operations, which means that the customer does not have to develop IT expertise.

Front office. Securities trading and order management.

Futures and forwards. A contract between two parties to purchase an asset with delivery and payment fixed on a future date. The difference between futures and forwards is that the market value of futures contracts is normally adjusted daily. The term forwards is often used to describe instruments traded off exchange. See derivatives.

GICS. Morgan Stanley Barra's and Standard & Poor's industrial classification system, used by the Nordic and Baltic exchanges. The system is based on 10 sectors, 24 industry groups, 64 industries and 139 sub-industries (Global Industry Classification Standard).

Hedge fund. Fund with an absolute return target, independent of market focus and offering extensive flexibility in its management focus. Hedge funds may use both long (purchased) and short (sold) positions, as well as using borrowing and derivatives. Fees are often performance-related and managers often risk funds of their own in these funds.

IAS/IFRS. New accounting principles for European parent companies, introduced in 2005, based on, among other elements, market valuation in the balance sheet (International Accounting Standards/International Financial Reporting Standards).

IIA. Global organization of internal auditors (Institute of Internal Auditors).

Integrated solutions. Technical solutions that bring transaction processes and participants together, both internally and externally.

Issuer. A company whose shares are listed on an exchange.

LEC. Trading and clearing link for derivatives established between derivative exchanges and clearing organizations in London, Oslo, and Copenhagen (Linked Exchanges and Clearing).

Liquidity. The name for the scope of trading, or the availability of buyers and sellers of a security such as an equity.

Market participants. Normally banks and brokerage firms that act directly in a marketplace. End customers are called investors.

Middle office. Risk management and risk/position surveillance of securities.

MiFID. Markets in Financial Instruments Directive. EU directive replacing the investment service directive. Adopted by the EU on April 21, 2004 and to become law in Sweden in February 2007.

NCSD. Central securities depository in Sweden and Finland (Nordic Central Securities Depository).

Net debt/equity ratio. Net debt divided by shareholders' equity.

Nordic exchange list. A common list for companies listed on the Stockholm, Helsinki and Copenhagen Stock Exchanges.

NOREX. Nordic exchange alliance including OMX, the Oslo Stock Exchange and the Iceland Stock Exchange.

OMX Exchanges. One of OMX's two divisions according to the organization valid prior to January 1, 2006.

OMX Technology. One of OMX's two divisions according to the organization valid prior to January 1, 2006.

Option. A financial instrument that gives the option holder the right, but not the obligation, to purchase (call option) or sell (put option) an underlying asset for a predetermined price at a certain point in time. The writer of an option has the corresponding obligation to sell or buy the asset in question. See derivatives.

Over the counter (OTC). OTC trading is normally defined as trading that takes place outside of an exchange (off-exchange).

Rights. The right to subscribe for a new equity or other security at a pre-determined price.

Sarbanes-Oxley. US law regarding the publication of financial information and accounting, adopted in 2002.

Settlement. The name of the series of administrative processes that must be carried out to complete a transaction, such as delivery of securities and payment, as well as for documentation.

Short-term incentive. Program to replace variable salary.

SIX Return Index. The Six Return Index is the leading index for Nordic equities, comprising the equity price trend and reinvested dividends (Scandinavian Information Exchange).

Spot transaction. A securities transaction where securities are paid for and delivered immediately. The most common form is an equity trade.

Trade. When a buyer and a seller agree on a transaction and a price for the transaction. All trading at OMX's exchanges is carried out electronically.

Treasury bills. Interest-bearing securities with a period of maturity of up to one year, issued by governments.

Turnover rate. The number of equities for a company traded during one year, divided by the number of shares outstanding.

Volatility. A measurement of risk that shows the extent of changes in the price of a stock over a certain period. Volatility is expressed in percent and measured using the standard deviation of a price change in a stock.

VP. Central securities depository in Denmark.

VPS. Central securities depository in Norway.

Warrants. Normally, covered warrants, issued by banks. See derivatives.

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