

3<sup>rd</sup> Supplement dated November 25, 2010  
to the Base Prospectus dated May 28, 2010



**FHB Mortgage Bank Co. Plc.**  
(FHB Jelzálogbank Nyilvánosan Működő Részvénytársaság)  
(Incorporated with limited liability in the Republic of Hungary)

**€3,000,000,000**  
**Euro Mortgage Securities and Euro Medium Term Note Programme**  
**For the issuance of**  
**Hungarian Mortgage Bonds and Mortgage Notes (jelzáloglevelek) and Notes**

This Supplement (the “*Supplement*”) to the Base Prospectus dated May 28, 2010 (the “*Base Prospectus*”), constitutes a supplement to the Base Prospectus for the purposes of Article 13 of the Luxembourg act dated 10 July 2005 on prospectuses for securities and is prepared in connection with the €3,000,000,000 Euro Mortgage Securities and Euro Medium Term Note Programme for the issuance of Hungarian Mortgage Bonds and Mortgage Notes (jelzáloglevelek) and Notes (the “*Programme*”) established by FHB Mortgage Bank Co. Plc. (FHB Jelzálogbank Nyilvánosan Működő Részvénytársaság) (the “*Issuer*”). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement constitutes a supplement to, and should be read in conjunction with, the Base Prospectus dated May 28, 2010 and with the previous Supplements dated 28 July 2010 and 9 September 2010.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus and the Supplement thereto dated 28 July 2010.

Copies of all documents incorporated by reference in the Base Prospectus and this Supplement can be obtained from, and are available on the Luxembourg Stock Exchange’s website at ([www.bourse.lu](http://www.bourse.lu)) and on the website of the Issuer, ([www.fhb.hu](http://www.fhb.hu)) and may be inspected free of charge at the specified office of the Paying Agent. This Supplement No.3 can be obtained from, and are available on the Luxembourg Stock Exchange’s website at ([www.bourse.lu](http://www.bourse.lu)) and on the website of the Issuer, ([www.fhb.hu](http://www.fhb.hu)) and may be inspected free of charge at the specified office of the Paying Agent.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Investors who have already agreed to purchase or subscribe for the securities before the supplement is published have the right, exercisable within a time limit which shall not be shorter than two working days after the publication of the supplement, to withdraw their acceptances.

## Responsibility Statement

The Issuer is solely responsible for the information given in this Supplement. The Issuer hereby declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best knowledge, in accordance with the facts and contains no omission likely to affect its import.

Terms defined or otherwise attributed meanings in the Base Prospectus have the same meaning in this Supplement.


This Supplement shall only be distributed in connection with the Base Prospectus.


The Issuer confirms that the Base Prospectus, as supplemented contains all information with regard to itself and the Hungarian Mortgage Securities (jelzáloglevelek) which is material in the context of the Euro Mortgage Securities Programme and the issue and offering of Hungarian Mortgage Securities (jelzáloglevelek) thereunder; that the information contained therein with respect to the Issuer and the Hungarian Mortgage Securities (jelzáloglevelek) is accurate in all material respect and is not misleading; that any opinions and intentions expressed therein are honestly held and based on reasonable assumptions; that there are no other facts, the omission of which would make any statement, whether fact or opinion, in the Base Prospectus or this Supplement misleading in any material respect; and that all reasonable enquiries have been made to ascertain all facts and to verify the accuracy of all statements contained therein.

No person has been authorised to give any information which is not contained in or not consistent with the Base Prospectus or this Supplement or any other information supplied in connection with the Programme and, if given or made, such information must not be relied upon as having been authorized by or on behalf of the Issuer or any of the Dealers. The delivery of the Base Prospectus and/or this Supplement at any time does not imply that there has been no change in the affairs of the Issuer since the date hereof or that the information contained in either of them is correct at any time subsequent to its date.

None of the Dealers nor any person mentioned in the Base Prospectus or this Supplement (save for the Issuer) is responsible for the information contained in the Base Prospectus or this Supplement or any document incorporated therein by reference, and accordingly, and to the extent permitted by the laws of any relevant jurisdiction, none of those persons accepts any responsibility for the accuracy and completeness of the information contained in any of these documents.

No action has been taken or will be taken to permit the distribution of this Supplement. The distribution of this Supplement in certain jurisdictions may be restricted by law. Persons into whose possession of this Supplement comes are required by the Issuer and the Dealers to inform themselves about and to observe any such restrictions.

  
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János Szuda  
Managing Director

  
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Rita Bozzai  
Director

FHB Mortgage Bank Co. Plc.  
  
Jelzálogbank Nyilvánosan  
Működő Részvénytársaság

This 3<sup>rd</sup> Supplement has been produced for the following purposes:

- 1) Incorporating by reference the Interim Management Report for the third quarter of 2010 of FHB Mortgage Bank Plc. dated 16<sup>th</sup> November, 2010.
- 2) Updating the list of FHB Mortgage Bank Co. Plc.'s members of Board of Directors and members of the Management on page 154-155 of the Base Prospectus.

Pursuant to the above the Issuer publishes the following supplement:

**1) Interim Management Report for the third quarter of 2010 of FHB Mortgage Bank Plc. dated 16<sup>th</sup> November, 2010.**

The information incorporated by reference above is available as follows:

Information Incorporated by Reference	Reference
Consolidated, unaudited Profit and Loss Statement as at 30 September 2010.	Page 30-31
Consolidated, unaudited Balance Sheet as at 30 September 2010.	Page 32
Consolidated unaudited, Cash Flow as at 30 September 2010.	Page 33
Consolidated, unaudited Statement of Shareholders' Equity as at 30 September 2010.	Page 34

Any information not listed in the above cross-reference list but included in the document incorporated by reference is given for information purposes only.

**2) Updating the list of FHB Mortgage Bank Co. Plc.'s members of Board of Directors and members of the Management on page 154-155 of the Base Prospectus**

The text under "Administrative, management and supervisory bodies" on pages 154-155 of the Base Prospectus shall be completed with the following text:

"The membership of Mr. Dániel Gyuris in the Board of Directors ceased to exist as from October 22, 2010, furthermore his employment as Chief Executive Officer of the Company was terminated by common accord as from the same day. At the same time, all positions of Mr. Dániel Gyuris held at the members of FHB Banking Group were terminated by resignation."