

2nd Supplement dated May 25, 2009
to the Base Prospectus dated April 24, 2009



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 April 24, 2009 (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 24 April 2009 and with the previous Supplement dated 11 May 2009.

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 11 May 2009.

Copies of all documents incorporated by reference in the Base Prospectus and the Supplements can be obtained from, and are available on the Luxembourg Stock Exchange’s website at (www.bourse.lu) and on the website of the Issuer, (www.fhb.hu) and may be inspected free of charge at the specified office of the Paying Agent. This Supplement No.2 can be obtained from, and are available on the Luxembourg Stock Exchange’s website at (www.bourse.lu) and on the website of the Issuer, (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.


Dániel Gyuris
CEO

FHB Mortgage Bank Co. Plc.


János Szuda
Managing Director

This 2. Supplement has been produced for the following purposes:

- 1) Incorporating by reference The Report of FHB Mortgage Bank Plc. on the Results of the First Quarter of 2009 dated 18 May, 2009.
- 2) Registration of the capital increase by the Court of decided by the General Meeting of the Issuer dated on 28 April 2009.

Pursuant to the above the Issuer publishes the following supplement:

1) The Report of FHB Mortgage Bank Plc. on the Results of the First Quarter of 2009 dated 18 May, 2009.

The information incorporated by reference above is available as follows:

Information Incorporated by Reference	Reference
Consolidated Profit and Loss Statement as at 31 March 2009.	Page 25
Consolidated Balance Sheet as at 31 March 2009.	Page 26
Consolidated Cash Flow as at 31 Mach 2009.	Page 27
Consolidated Statement of Shareholders' Equity as at 31 March 2009.	Page 28

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) **Registration by the Metropolitan Registry Court** of the capital increase decided by the General Meeting of the Issuer dated on 28 April 2009. The following additional wording shall be added to the text under "Recent Development" on pages 175-176 of the Base Prospectus:

The Metropolitan Registry Court has registered the capital increase decided by the General Meeting of the Issuer dated on 28 April 2009. The date of the registration is 19 May 2009, the number of the registration is: 01-10-043638/214.