

Oslo Børs Holding ASA – second quarter 2004

Second quarter highlights:

- **Activity in the market remains buoyant**
 - **Good supply of new companies**
 - **Operating revenues: NOK 64.8 (55.3) million**
 - **Earnings for the period: NOK 16.3 (15.8) million**
 - **Earnings per share: NOK 3.26 (3.17) million**
-

Activity in the second quarter of 2004 (same period last year in parenthesis)

General

Oslo Børs Holding ASA recorded post-tax profit of NOK 16.3 (15.8) million in the second quarter of the current year.

Activity in the second quarter was down on the first quarter, but was at a relatively high level in historical terms. The Benchmark Index (OSEBX) measured 204.55 at quarter-end after an increase of 5.6% over the period. Interest in stock exchange listing has been growing and 10 new companies were admitted in the second quarter while four were delisted.

Shares and primary capital certificates worth NOK 172 (134) billion changed hands in the second quarter. Transactions in the equity market totalled 648,000 (536,000).

Quoted bonds and short-term money market instruments numbered 836 (844) at quarter-end. Trading in the derivatives market remains on a positive trend compared with last year. In the second quarter traded contracts numbered approx. 1,051,000 (803,000). Contract premiums averaged NOK 7.9 (7.7) in the period.

Shares worth about NOK 3 (0.5) billion were issued in the second quarter. At quarter-end 184 companies were listed on Oslo Børs.

The number of terminals with access to market data from Oslo Børs was on a par with the first quarter level. Actual terminal numbers are reported with a month's delay by various distributors. Second quarter revenues are to some extent positively affected by accrual effects between the first and second quarter. Second quarter revenues are also positively affected by an increase in the number of distributors of real time information and of terminals with access to fundamentals data in the period.

Revenues

Second quarter revenues totalled NOK 64.8 (55.3) million. All revenue types and areas show an increase compared with the same period last year. Revenues from trading, prospectus control and admission fees show the largest increase along with sales of financial market data.

Costs

Total second-quarter operating expenses came to NOK 42.7 (35.8) million.

Salary and staff costs came to NOK 22.3 (17.7) million in the second quarter. The increase is due to several factors, including pay rises as from 1 January 2004, changes in the financial premises underlying the calculation of pension commitments in the third quarter of 2003 (NOK 1 million), as well as provisioning for the variable remuneration scheme introduced for all staff in 2003 (NOK 2.7 million). Variable remuneration for 2003 was for the most part recorded in the accounts for the fourth quarter of 2003.

Other second quarter operating expenses came to NOK 15.2 (12.9) million, an increase of NOK 2.3 million over the same period last year. A provision of about NOK 2.4 million for value added tax related to access to the Saxess trading system was reversed in the second quarter. When this is adjusted for, other operating revenues in the second quarter were on a par with the same period last year.

EU Financial Services Action Plan

The Ministry of Finance recommends that Kredittilsynet (The Financial Supervisory Authority of Norway) take on responsibility for overseeing listed companies' compliance with the International Financial Reporting Standards. The ministry also recommends that Oslo Børs should cover the costs Kredittilsynet thereby incurs, which would mean the bourse having to invoice the costs to the issuers. Oslo Børs regards this as an odd solution. Oslo Børs does not expect other significant financial effects to ensue from the arrangement.

The Ministry of Finance has drafted rules to implement the EU's new prospectus directive and circulated them to relevant bodies for comment. The ministry requests comments inter alia on Kredittilsynet's proposal that Kredittilsynet be given overarching and executive responsibility for prospectus approval. Oslo Børs considers it inexpedient to transfer approval of prospectuses to another entity, thereby risking both duplicate work and higher costs for issuers without associated improvements. If Kredittilsynet's recommendation is followed, Oslo Børs will, from July 2005 onwards, no longer be responsible for approving prospectuses of listed companies. Revenues currently earned by Oslo Børs on prospectus approval are in practice compensation for such approval work and for work in connection with admission to listing. Under the new arrangement, revenues deriving from admission of capital and companies to listing would be replaced by an admission fee representing an unnecessary additional cost to issuers.

Dispensation from the ownership limitation rules for DnB NOR ASA

As a result of the merger between Gjensidige NOR ASA (Union Bank of Norway) and DnB Holding ASA in December 2003, the two companies overstepped the Stock Exchange Act's 10 per cent limit on ownership in Oslo Børs Holding ASA. In response to DnB NOR ASA's application of 5 November 2003, the Ministry of Finance decided to allow the company to retain its 18.33 per cent stake in Oslo Børs Holding ASA for a period of three years.

A condition attached to the dispensation is that DnB NOR ASA cannot vote for more than 10 per cent of the votes in Oslo Børs Holding ASA or for more than 20 per cent of the votes represented at the General Meeting.

As previously reported in the press, a reasoned opinion dated 1 June from EFTA's surveillance authority (ESA) to the Ministry of Finance concluded that the ownership limitation rules of the Stock Exchange Act are counter to the EEA Agreement's requirement of free movement of capital. While the ESA does not contest the Norwegian authorities' argument on the need to safeguard the integrity of the securities market and the need for smoothly functioning financial markets and an independent infrastructure, it views the restrictions on ownership and voting rights as unnecessarily restrictive and as a disproportionate intervention.

Outlook

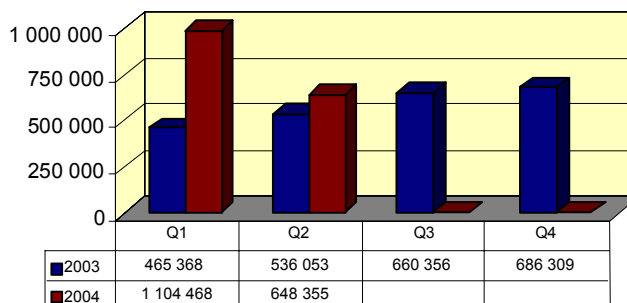
Oslo Børs' revenues vary in step with activity levels, above all with trading in the equity market and the trend in sales of financial market data as measured by the number of terminals.

The bourse's operating expenses for 2004 are adversely affected by some factors compared with 2003. These include depreciation of the Norwegian krone, wage regulation effective from 1 January 2004 and one-time items which reduced the bourse's costs in 2003. Oslo Børs expects operating expenses for 2004 as a whole to run to just over NOK 170 million.

Market development

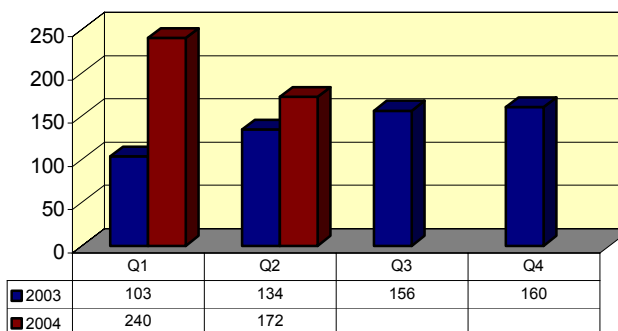
Activity in the second quarter was considerably lower than in the record-breaking first quarter. The number of transactions was about 21 per cent up on the same period last year.

Equity market - number of transactions



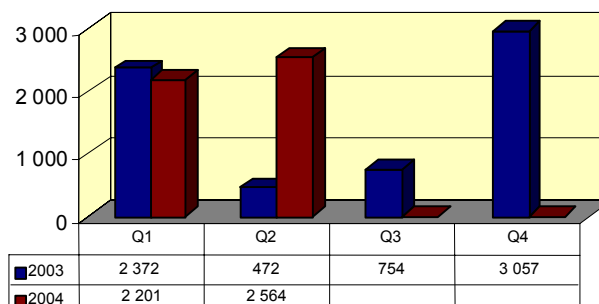
Activity in the second quarter was also far lower in value terms than in the first quarter. The value of equity market trades was about 28 per cent higher than in the same period last year.

Equity market - value of trades Billion NOK



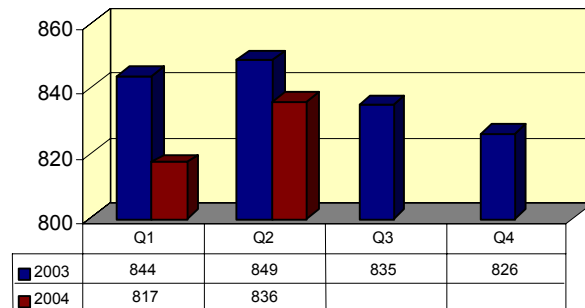
The supply of capital to listed companies in the second quarter was approx. on a par with recent quarters.

Equity market - value of new issues Million NOK



Bond market - number of listed issues

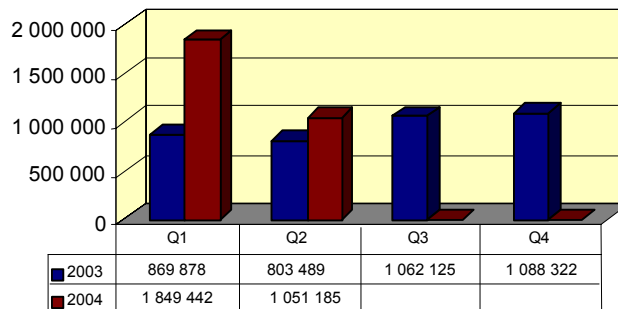
The number of listed issues in the fixed income market was up on the previous quarter but down on the same period of last year.



Derivatives market - number of contracts traded

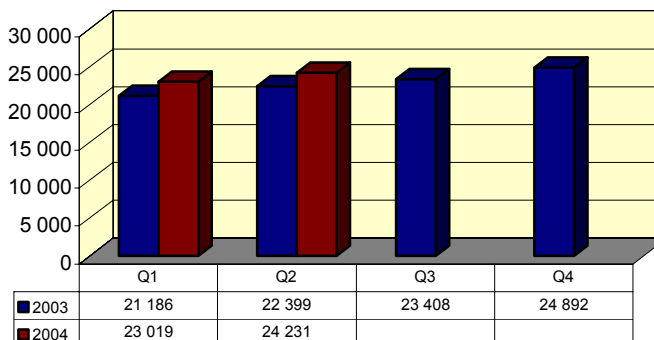
Like the equity market, activity in the derivative market was substantially lower than in the first quarter. The number of traded contracts was about 31% higher than in the same period of 2003.

Premiums so far this year average NOK 7.9 compared with NOK 7.7 in 2003.



Revenues from sale of financial market data

Revenues from sales of financial market data are about 5 per cent higher than the previous quarter, and about 8 per cent higher than in the same period last year.



Please see www.oslobors.no/ob/ir for further operational key figures. All figures are in thousands of Norwegian kroner and apply to the group Oslo Børs Holding ASA unless otherwise stated. The Group comprises Oslo Børs Holding ASA, Oslo Børs ASA and Oslo Børs Informasjon AS.

The interim report has been drawn up based on the same principles as the annual accounts and in accordance with NRS 11 - Interim Reporting.

Profit and loss account

The profit and loss account has been prepared based on the same accounting principles as the annual accounts.

	2nd Quarter 2004	2nd Quarter 2003	Per 30 June 2004	Per 30 June 2003	2003
Operating revenues	64 763	55 290	135 789	108 173	228 493
Operating expenses					
Salary and other personnel expenses	22 297	17 668	43 725	37 069	80 375
Depreciation	5 205	5 200	10 470	9 755	20 238
Other operating expenses	15 185	12 922	30 759	29 379	58 762
Total operating expenses	42 688	35 790	84 954	76 203	159 375
Operating profit	22 075	19 500	50 834	31 970	69 117
Net financial items	1 188	2 508	2 776	4 281	6 477
Ordinary pre-tax profit	23 263	22 008	53 610	36 251	75 595
Tax	6 979	6 162	16 083	10 150	22 279
Earnings for the period	16 284	15 846	37 527	26 101	53 316
Earnings per share (NOK)	3,26	3,17	7,51	5,22	10,66

Operating revenues by area and category

All revenue items and revenue areas show an increase compared with the same period last year. Revenues from equity trading, prospectus control and admission fees along with sales of financial market data show the largest increase.

	2nd Quarter 2004	2nd Quarter 2003	Per 30 June 2004	Per 30 June 2003	2003
Equity Markets	29 424	23 360	65 188	44 956	97 400
Fixed Income Markets	6 842	6 527	13 347	13 349	25 565
Derivatives Markets	2 983	2 243	7 295	4 509	9 108
Financial Market data	24 231	22 399	47 251	43 584	91 885
Other	1 283	762	2 708	1 774	4 535
Total operating revenues	64 763	55 290	135 789	108 173	228 493

	2nd Quarter 2004	2nd Quarter 2003	Per 30 June 2004	Per 30 June 2003	2003
Fixed fees- issuers	13 061	12 426	25 660	24 906	48 278
Fixed fees - members	2 325	2 163	4 600	4 488	9 450
Trading fees	17 982	14 466	45 332	27 028	60 522
Prospectus and admission fees	5 881	3 062	10 120	6 362	11 862
Financial market data	24 231	22 399	47 251	43 584	91 886
Income from courses/seminars	902	683	1 712	1 473	3 335
Other income	380	91	1 115	332	3 160
Total operating revenues	64 763	55 290	135 789	108 173	228 493

Balance sheet

The balance sheet has been prepared based on the same accounting principles as the annual accounts.

Financial fixed assets rose by about NOK 49 million with the acquisition of shares in VPS Holding ASA. Other significant financial fixed assets are pension assets (NOK 11 million) and shares in the Copenhagen Stock Exchange (NOK 7 million).

At quarter-end short-term receivables totalled NOK 52 million. Of this, trade receivables totalled NOK 23 million and prepaid expenses totalled NOK 24 million of which fees paid to OM Technology accounted for about NOK 20 million.

Cash and cash equivalents totalled NOK 75 million at quarter end.

Current liabilities amounted to about NOK 85 million at quarter-end. This includes NOK 38 million for accrual accounting of listing fees and other annual fees. Tax payable amounted to NOK 16 million.

	Per 30 June 2004	Per 30 June 2003	2003
Fixed assets			
IT systems	38 470	52 898	45 571
Deferred tax assets	23 553	30 363	23 543
Tangible assets	39 017	42 328	40 443
Financial fixed assets	72 174	23 414	23 075
Current assets			
Receivables	52 470	41 876	37 216
Cash and liquid assets	75 286	135 410	101 058
Assets	300 970	326 289	270 905
Equity			
Contributed equity	113 405	173 405	113 405
Earned equity	83 578	68 834	46 051
			-
Liabilities			
Provisions for liabilities	19 141	14 913	16 504
Current liabilities	84 846	69 138	94 945
Equity and liabilities	300 970	326 289	270 905

Cash flow

The Oslo Børs Group recorded a decrease of NOK 57.0 million in its cash holding in the second quarter, whereof dividends represents NOK 50.0 million. Cash flow from operational activities is traditionally high in the year's first quarter owing to payment of annual fees from issuers, members and distributors of financial market data.

Cash and cash equivalents held at the end of the quarter came to NOK 75.3 million.

	2nd Quarter 2004	2nd Quarter 2003	Per 30 June 2004	Per 30 June 2003	2003
Cash flow from					
- operational activities	-6 374	-14 720	75 271	55 419	82 337
- investment activities	-647	-799	-51 042	-2 775	-4 045
- financing activities	-50 000	-30 000	-50 000	-30 000	-90 000
Cash and cash equivalents at period's start	132 307	180 929	101 058	112 766	112 766
Change in cash and cash equivalents	-57 021	-45 519	-25 772	22 644	-11 708
Cash and cash equivalents at period's end	75 286	135 410	75 286	135 410	101 058
Cash flow per share before financing activities (NOK)	-1,40	-3,10	4,85	10,53	15,66
Cash flow per share (NOK)	-11,40	-9,10	-5,15	4,53	-2,34

Equity

At quarter-end equity amounted to NOK 197 million, and the equity ratio was approximately 65%.

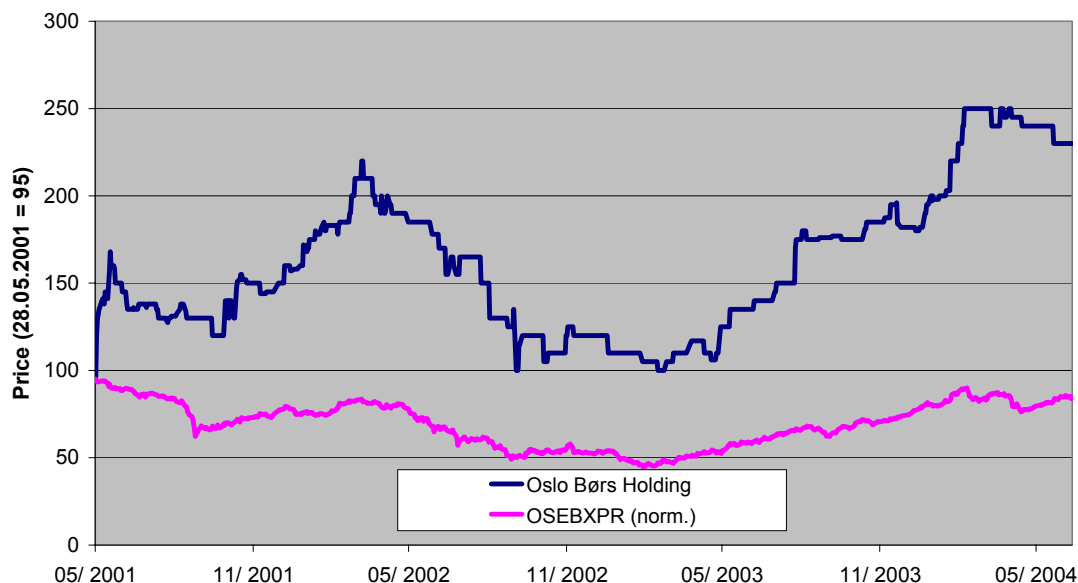
	2nd Quarter 2004	2nd Quarter 2003	Per 30 June 2004	Per 30 June 2003	2003
Equity at period's start	180 699	226 394	159 456	216 139	216 139
Profit for the period	16 284	15 846	37 527	26 101	53 316
Dividends	0	0	0	0	-50 000
Capital reduction	0	0	0	0	-60 000
Equity at period's end	196 983	242 239	196 983	242 239	159 456
Equity ratio	65 %	74 %	65 %	74 %	59 %

Shareholder information

Price trend Oslo Børs Holding ASA:

The graph shows the price trend for Oslo Børs Holding ASA, unadjusted for disbursed dividends or reduction of capital. The price trend is compared with the OSEBX price index, also unadjusted for dividends. Since May 2001 dividends have been distributed and capital reduced with payment made to shareholders, in a total amount of NOK 46 per share.

Oslo Børs Holding VS OSEBX Priceindex



Oslo Børs Holding ASA – 20 largest shareholders as of 8 July 2004:

Name	Nationality	Holding in numbers	Holding in percent
1. DnB NOR ASA	NOR	916 737	18,33 %
2. FIDELITY FUNDS-EUROPE	LUX	500 000	10,00 %
3. ORKLA ASA	NOR	499 500	9,99 %
4. NORSK HYDROS PENSJONSKASSE	NOR	435 206	8,70 %
5. J.P.MORGAN (nominee account)	GBR	245 000	4,90 %
6. THIRD AVENUE INTL.	USA	241 700	4,83 %
7. KLP FORSIKRING	NOR	200 000	4,00 %
8. DANSKE BANK	NOR	192 200	3,84 %
9. STATE STREET BANK (nominee account)	USA	191 500	3,83 %
10. GOLDMAN SACHS (nominee account)	GBR	151 765	3,04 %
11. MORGAN STANLEY (nominee account)	GBR	123 192	2,46 %
12. NORDEA LIV ASA	NOR	116 100	2,32 %
13. PARETO SECURITIES AS	NOR	100 000	2,00 %
14. PARETO AS	NOR	100 000	2,00 %
15. ERIK MUST A/S	NOR	68 824	1,38 %
16. J.P.MORGAN (nominee account)	GBR	68 000	1,36 %
17. VITAL FORSIKRING ASA	NOR	66 667	1,33 %
18. TELENOR PENSJONSKASSE	NOR	52 960	1,06 %
19. DEXIA BANQUE (nominee account)	IRL	52 225	1,04 %
20. The Northern Trust (nominee account)	NOR	47 000	0,94 %
Sum 20 largest		4 368 576	87,37 %

Key figures

	2nd Quarter 2004	2nd Quarter 2003	Per 30 June 2004	Per 30 June 2003	2003
Financial					
Earnings per share (NOK)	3.26	3.17	7.51	5.22	10.66
Cash flow per share before dividends and capital reduction (NOK)	-1.40	-3.10	4.85	10.53	15.66
Change in cash per share (NOK)	-11.40	-9.10	-5.15	4.53	-2.34
Return on equity	34.5 %	27.1 %	42.1 %	22.8 %	28.4 %
Return on total capital	28.5 %	25.5 %	37.5 %	23.0 %	26.3 %
Net operating margin	34.1 %	35.3 %	37.4 %	29.6 %	30.2 %
Operational					
Benchmark index at period's end	204.55	134.20	204.55	134.20	170.97
Change in period	5.6 %	29.0 %	19.6 %	16.5 %	48.4 %
Equities - no. of transactions (1000s)	648	536	1 753	1 001	2 348
Equities - value of turnover (NOKbnl)	172	134	412	237	552
Equities - market value listed companies (NOKbn)			804	557	690
No. of companies listed			184	189	178
Change in period			6	-14	-26
Bonds - no. of listed issues			836	849	826
Derivatives - no. of contracts traded (1000s)	1 051	803	2 901	1 673	3 824

Earnings per share:	Profit for the period divided by the no. of shares
Cash flow per share before dividends:	Net change in cash and cash equivalents plus dividends paid divided by the no. of shares
Net cash flow per share:	Net change in cash and cash equivalents divided by the no. of shares
Return on equity:	Profit for the period (annualised) divided by the average of book equity at the start and end of the period
Return on total capital:	Profit before tax for the period (annualised) divided by the average of total assets at the start and end of the period
Net operating margin:	Operating profit divided by operating revenues

The Board of Oslo Børs Holding ASA/Oslo Børs ASA

14 July 2004