

POPULAR INC  
Form 424B5  
April 16, 2010

Filed Pursuant to Rule 424(b)(5)  
Registration No. 333-159960

### CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Maximum Aggregate Offering Price	Amount of Registration Fee
Depository Shares, each representing 1/40 <sup>th</sup> of a share of Contingent Convertible Perpetual Non-Cumulative Preferred Stock, Series D	\$1,150,000,000(1)	\$81,995(2)
Contingent Convertible Perpetual Non-Cumulative Preferred Stock, Series D, no par value, with a liquidation preference of \$1,000 per share	Not applicable (3)	Not applicable (3)
Common Stock, par value \$.01 per share, issuable upon conversion of the Contingent Convertible Perpetual Non-Cumulative Preferred Stock, Series D	Not applicable (3)	Not applicable (3)

- (1) Includes  
Depository  
Shares to be  
sold upon  
exercise of the  
underwriters  
option to  
purchase  
additional  
shares. See  
Underwriting.
- (2) The filing fee is  
calculated in  
accordance with  
Rule 457(r)  
under the  
Securities Act of  
1933, as  
amended.
- (3) Pursuant to Rule  
457(i) under the  
Securities Act of  
1933, as  
amended, the  
registration fee  
shall be  
calculated only  
on the basis of  
the price of the  
depositary

shares, and, therefore, the underlying preferred stock and the common stock issuable upon the conversion of the preferred stock shall not be included for purposes of calculating the registration fee.