### PRICING SUPPLEMENT

NO PROSPECTUS IS REQUIRED IN ACCORDANCE WITH DIRECTIVE 2003/71/EC (AS AMENDED) (THE "PROSPECTUS DIRECTIVE") FOR THE ISSUE OF NOTES DESCRIBED BELOW.

4 June 2015

## **SWEDBANK AB (publ)**

Issue of

JPY 40,000,000,000 0.4375 per cent. Fixed Rate Notes due 8 June 2022

under the

### U.S.\$40,000,000,000 Global Medium Term Note Programme

### **PART A - CONTRACTUAL TERMS**

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

This document constitutes the Pricing Supplement for the Notes described herein. This document must be read in conjunction with the Base Prospectus dated 13 May 2015 (the "Base Prospectus"). Full information on Swedbank AB (publ) (the "Issuer") and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Base Prospectus. The Base Prospectus has been published on the website of the Central Bank of Ireland at <a href="https://www.centralbank.ie/regulation/securities-markets/prospectus/Pages/approvedprospectus.aspx">www.centralbank.ie/regulation/securities-markets/prospectus/Pages/approvedprospectus.aspx</a> and on the website of the Irish Stock Exchange at <a href="https://www.ise.ie">www.ise.ie</a> and copies may be obtained during normal business hours, free of charge, from the registered office of the Issuer at Landsvägen 40, SE-172 63 Sundbyberg, Sweden and from the specified office of the Principal Paying Agent at Citibank, N.A., London Branch, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom.

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "Conditions") set forth in the Base Prospectus dated 13 May 2015 which are incorporated by reference in the Base Prospectus.

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1. Issuer: Swedbank AB (publ)

2. (i) Series Number: GMTN 274

(ii) Tranche Number:

(iii) Date on which the Notes will be Not Applicable consolidated and form a single Series:

3. Specified Currency or Currencies: Japanese Yen ("JPY")

# http://www.oblible.com

4. Aggregate Nominal Amount: JPY 40,000,000,000

(i) Series: JPY 40,000,000,000

(ii) Tranche: JPY 40,000,000,000

5. **Issue Price:** 100.00 per cent of the Aggregate Nominal Amount

6. (i) Specified Denomination(s): JPY 100,000,000

(ii) Calculation Amount: JPY 100,000,000

7. (i) **Issue Date:** 8 June 2015

(ii) Interest Commencement Date: Issue Date

8. **Maturity Date:** 8 June 2022

9. **Interest Basis:** 0.4375 per cent Fixed Rate

10. Redemption/Payment Basis: Subject to any purchase and cancellation or early

redemption, the Notes will be redeemed on the Maturity

Date at 100.00 per cent of their nominal amount

11. Change of Interest Basis or Not Applicable

**Redemption/ Payment Basis:** 

12. Put/Call Options: Not Applicable

13. (i) Status of the Notes: Unsubordinated - Condition 3(a) will apply

(ii) Date Board approval for Not Applicable

issuance of Notes obtained:

# PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. **Fixed Rate Note Provisions:** Applicable (Condition 4(a))

(i) Rate(s) of Interest: 0.4375 per cent per annum payable in arrear on each

Interest Payment Date

(ii) Interest Payment Date(s): 8 June and 8 December in each year up to and including

the Maturity Date

(iii) Fixed Coupon Amount(s): JPY 218,750 per Calculation Amount

(iv) Broken Amount(s):

(Applicable to Notes in definitive Not Applicable

form)

(v) Day Count Fraction: 30/360

(vi) Determination Dates: Not Applicable

Interest Payment Date (vii) Adjustment: (Applicable to RMB Notes only) Not Applicable

Business Centre(s): (viii)

Not Applicable

(Applicable to RMB Notes only)

(ix) Other terms relating to the method of calculating interest for Fixed Rate Notes:

Not Applicable

15. **Reset Note Provisions**  Not Applicable

(Condition 4(b))

Floating Rate Note Provisions:

Not Applicable

(Condition 4(c))

**Zero Coupon Note Provisions:** 17.

Not Applicable

**PROVISIONS** REDEMPTION

16.

RELATING

TO

18. **Issuer Call:** 

Not Applicable

19. **Investor Put:**  Not Applicable

**Final Redemption Amount:** 20.

JPY 100,000,000 per Calculation Amount

21. **Early Redemption Amount:** 

> Early Redemption Amount(s) payable on JPY 100,000,000 per Calculation Amount redemption for taxation reasons or on Event of Default or other early redemption and/or the method of calculating the same (if required or if different from that set out in Condition 5(e)):

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

#### 22. Form of Notes:

(i) Form: **Bearer Notes:** 

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Bearer Notes only upon an Exchange Event

New Global Note: (ii)

No

23. Financial Centre(s) or other special London, New York, TARGET and Tokyo provisions relating to Payment Days:

24. Talons for future Coupons to be attached No to Definitive Notes:

25. Renminbi Currency Events: Not Applicable

Calculation Agent: Not Applicable

26. Other final terms: Not Applicable

27. Third Party Information: Not Applicable

Signed on behalf of the Issuer

By:

Duly authorised Kimmy Samuelsson

Jonas Westerberg

Duly authorised

### PART B - OTHER INFORMATION

#### LISTING AND ADMISSION TO TRADING 1.

None (i) Listing:

Not Applicable (ii) Admission to trading:

(iii) Estimate of total expenses related to Not Applicable admission to trading:

2. **RATINGS** 

> Ratings: Not Applicable

#### INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER 3.

Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

#### OPERATIONAL INFORMATION 4.

XS1242837364 ISIN Code: (i)

(ii) Common Code: 124283736

Not Applicable (iii) Cusip:

Not Applicable CINS: (iv)

Swiss Security Number: Not Applicable (v)

Any clearing system(s) other than Not Applicable (vi) Euroclear Bank SA/NV, Clearstream Banking société anonyme and SIX SIS Ltd (together with the address of each such clearing system) and the relevant identification number(s):

Settlement procedures: (vii)

Customary medium term note settlement and

payment procedures apply

Delivery against payment (viii) Delivery:

(ix) Names and addresses of additional Transfer Agents and/or Paying Agent(s) (including, in the case of Swiss Domestic Notes, the Principal Swiss Paying Agent and any other Swiss Paying Agents) (if any):

Not Applicable

Intended to be held in a manner (x)

No. Whilst the designation is specified as "no" at which would allow Eurosystem the date of this Pricing Supplement, should the eligibility:

Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

# 5. **DISTRIBUTION**

(i) Method of distribution: Non-syndicated

- (ii) If syndicated, names of Not Applicable Managers:
- (iii) Date of Subscription Not Applicable Agreement:
- (iv) Stabilising Manager(s) (if Not Applicable any):
- (v) If non-syndicated, name of J.P. Morgan Securities plc Dealer:
- (vi) Whether TEFRA D rules are TEFRA D applicable or TEFRA rules are not applicable:
- (vii) Additional selling Not Applicable restrictions: