

## IMPORTANT NOTICE

*In accessing the attached final terms (the "Final Terms") you agree to be bound by the following terms and conditions.*

The information contained in the Final Terms may be addressed to and/or targeted at persons who are residents of particular countries only as specified in the Final Terms and/or in the Base Prospectus (as defined in the Final Terms) and is not intended for use and should not be relied upon by any person outside those countries and/or to whom the offer contained in the Final Terms is not addressed. **Prior to relying on the information contained in the Final Terms, you must ascertain from the Final Terms and/or the Base Prospectus whether or not you are an intended addressee of the information contained therein.**

Neither the Final Terms nor the Base Prospectus constitutes an offer to sell or the solicitation of an offer to buy securities in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, exemption from registration or qualification under the securities law of any such jurisdiction.

The securities described in the Final Terms and the Base Prospectus have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold directly or indirectly within the United States or to, or for the account or benefit of, U.S. persons or to persons within the United States of America (as such terms are defined in Regulation S under the Securities Act ("Regulation S")). The securities described in the Final Terms will only be offered in offshore transactions to non-U.S. persons in reliance upon Regulation S.

2 May 2017

## SWEDBANK AB (publ)

Issue of

**Issue of EUR 20,000,000 Fixed Rate Notes due 16 August 2027**

under the

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

## PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 13 May 2016 (the "Base Prospectus") as supplemented by the supplements dated 21 July 2016, 25 October 2016, 2 February 2017 and 25 April 2017 which together constitutes a base prospectus for the purposes of the Prospectus Directive. For the purposes of these Final Terms, "Prospectus Directive" means Directive 2003/71/EC (as amended, including by Directive 2010/73/EU), and includes any relevant implementing measure in a relevant Member State). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus as so supplemented. Full information on Swedbank AB (publ) (the "Issuer") and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the supplements have been published on the website of the Central Bank of Ireland at [www.centralbank.ie/regulation/securities-](http://www.centralbank.ie/regulation/securities-)

[markets/prospectus/Pages/approvedprospectus.aspx](http://markets/prospectus/Pages/approvedprospectus.aspx) and on the website of the Irish Stock Exchange plc at [www.ise.ie](http://www.ise.ie) 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.4., London Branch, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom.

1. **Issuer:** Swedbank AB (publ)
2.
  - (i) **Series Number:** GMTN 313
  - (ii) **Tranche Number:** 1
  - (iii) **Date on which the Notes will be consolidated and form a single Series:** Not Applicable
3. **Specified Currency or Currencies:** Euro ("EUR")
4. **Aggregate Nominal Amount:** EUR 20,000,000
  - (i) **Series:** EUR 20,000,000
  - (ii) **Tranche:** EUR 20,000,000
5. **Issue Price:** 100 per cent of the Aggregate Nominal Amount
6.
  - (i) **Specified Denomination(s):** EUR 100,000 and integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a denomination above EUR 199,000
  - (ii) **Calculation Amount:** EUR 1,000
7.
  - (i) **Issue Date:** 4 May 2017
  - (ii) **Interest Commencement Date:** Issue Date
8. **Maturity Date:** 16 August 2027
9. **Interest Basis:** 1.121 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 per cent of their nominal amount
11. **Change of Interest Basis or Redemption/ Payment Basis:** Not Applicable
12. **Put/Call Options:** Not Applicable
13.
  - (i) **Status of the Notes:** Unsubordinated - Condition 3(a) will apply

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

- |     |   |   |
|-----|---|---|
| 14. | <b>Fixed Rate Note Provisions:</b>      | Applicable  |
|     | (i) Rate(s) of Interest:                | 1.121 per cent per annum payable in arrear on each Interest Payment Date  |
|     | (ii) Interest Payment Date(s):          | 16 August in each year, commencing on 16 August 2017, up to and including the Maturity Date. There will be a short first coupon in respect of the period from, and including the Issue Date to, but excluding, 16 August 2017 (the "Short First Interest Period") |
|     | (iii) Fixed Coupon Amount(s):           | EUR 11.21 per Calculation Amount  |
|     | (iv) Broken Amount(s):                  | EUR 3.194 per Calculation Amount, payable on the Interest Payment Date falling on 16 August 2017  |
|     | (v) Day Count Fraction:                 | Actual/Actual (ICMA)  |
|     | (vi) Determination Dates:               | 16 August in each year  |
|     | (vii) Interest Payment Date Adjustment: | Not Applicable  |
|     | (viii) Business Centre(s):              | Not Applicable  |
| 15. | <b>Reset Note Provisions</b>            | Not Applicable  |
| 16. | <b>Floating Rate Note Provisions:</b>   | Not Applicable  |
| 17. | <b>Zero Coupon Note Provisions:</b>     | Not Applicable  |

## PROVISIONS RELATING TO REDEMPTION

- |     |   |                                  |
|-----|---|----------------------------------|
| 18. | <b>Issuer Call:</b>   | Not Applicable                   |
| 19. | <b>Investor Put:</b>  | Not Applicable                   |
| 20. | <b>Final Redemption Amount:</b>   | EUR 1,000 per Calculation Amount |
| 21. | <b>Early Redemption Amount:</b>   |                                  |
|     | Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default: | EUR 1,000 per Calculation Amount |

## 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

(ii) New Global Note:

Yes

23. Financial Centre(s):

Not Applicable

24. Talons for future Coupons to be attached to Definitive Notes:

No

25. Renminbi Currency Events:

Not Applicable

Calculation Agent:

Not Applicable

26. Third Party Information:

Not Applicable

Signed on behalf of the Issuer:

By:  .....

Duly authorised

**Julie Imus**

By:  .....

Duly authorised

**Henrik Falk**

## **PART B – OTHER INFORMATION**

### **1. LISTING AND ADMISSION TO TRADING**

- |       |   |   |
|-------|---|---|
| (i)   | Listing:  | Official List of the Irish Stock Exchange   |
| (ii)  | Admission to trading:                                       | Application has been made for the Notes to be admitted to trading on the Main Securities Market of the Irish Stock Exchange/the London Stock Exchange's regulated market with effect from, or from about Issue Date |
| (iii) | Estimate of total expenses related to admission to trading: | EUR 600   |

### **2. RATINGS**

- |          |   |
|----------|---|
| Ratings: | The Notes to be issued are expected to be rated Aa3 by Moody's Investors Service Ltd., ("Moody's"), AA- by Standard & Poor's Credit Market Services Europe Limited ("Standard & Poor's") and AA- by Fitch Ratings Ltd. ("Fitch"). Each of Moody's, Standard & Poor's and Fitch is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended). |
|----------|---|

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

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 [managers/dealers] and their 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.

### **4. Fixed Rate Notes only - YIELD**

- |                      |   |
|----------------------|---|
| Indication of yield: | 1.151% per cent per annum   |
|                      | The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield. |

### **5. OPERATIONAL INFORMATION**

- |       |  |                |
|-------|--|----------------|
| (i)   | ISIN Code:   | XS1607149132   |
| (ii)  | Common Code:   | 160714913      |
| (iii) | Cusip:   | Not Applicable |
| (iv)  | CINS:  | Not Applicable |
| (v)   | Any clearing system(s) other than Euroclear Bank SA/NV and | Not Applicable |

Clearstream Banking S.A. (together with the address of each such clearing system) and the relevant identification number(s):

- |        |  |   |
|--------|--|---|
| (vi)   | Delivery:  | Delivery against payment  |
| (vii)  | Names and addresses of additional Transfer Agents and/or Paying Agent(s) (if any): | None  |
| (viii) | Intended to be held in a manner which would allow Eurosystem eligibility:          | Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper, and registered in the name of a nominee of one of the ICSDs acting as common safekeeper, and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met. |

## 6. **DISTRIBUTION**

- |       |   |   |
|-------|---|---|
| (i)   | Method of distribution:   | Non-syndicated                          |
| (ii)  | If syndicated, names of Managers:                                       | Not Applicable                          |
| (iii) | Date of Subscription Agreement:   | Not Applicable                          |
| (iv)  | Stabilising Manager(s) (if any):  | Not Applicable                          |
| (v)   | If non-syndicated, name of Dealer:                                      | Skandinaviska Enskilda Banken AB (publ) |
| (vi)  | Whether TEFRA D rules are applicable or TEFRA rules are not applicable: | TEFRA D                                 |