

**MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ("ECPS") ONLY TARGET MARKET** – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU ("MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels

### **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.

26 March 2018 as amended and restated on 3 April 2018

**SWEDBANK AB (publ)**

Issue of

**EUR 50,000,000 Floating Rate Notes due March 2022**

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 12 May 2017 (the "Base Prospectus") as supplemented by the supplements dated 19 July 2017, 24 October 2017 and 6 February 2018 which together constitute 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-markets/prospectus/Pages/approvedprospectus.aspx](http://www.centralbank.ie/regulation/securities-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.A., London Branch, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom.

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| 1. | <b>Issuer</b>  | Swedbank AB                                      |
| 2. | (i) Series Number:   | GMTN 326   |
|    | (ii) Tranche Number:   | 1  |
|    | (iii) Date on which the Notes will be consolidated and form a single Series: | Not Applicable                                   |
| 3. | <b>Specified Currency or Currencies:</b>                                     | Euro ("EUR")                                     |
| 4. | <b>Aggregate Nominal Amount:</b>   |  |
|    | (i) Series:  | EUR 50,000,000                                   |
|    | (ii) Tranche:  | EUR 50,000,000                                   |
| 5. | <b>Issue Price:</b>  | 101.488 per cent of the Aggregate Nominal Amount |
| 6. | (i) <b>Specified Denomination(s):</b>  | EUR 100,000                                      |

	(ii)	<b>Calculation Amount:</b>	EUR 100,000
7.	(i)	<b>Issue Date:</b>	28 March 2018
	(ii)	<b>Interest Commencement Date:</b>	Issue Date
8.		<b>Maturity Date:</b>	Interest Payment Date falling in or nearest to the March 2022
9.		<b>Interest Basis:</b>	3-month EURIBOR + 0.50 per cent Floating Rate
10.		<b>Redemption/Payment Basis:</b>	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.		<b>Change of Interest Basis or Redemption/Payment Basis:</b>	Not Applicable
12.		<b>Put/Call Options:</b>	Not Applicable
13.		<b>Status of the Notes:</b>	Unsubordinated – Condition 3(a) will apply

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

14.		<b>Fixed Rate Note Provisions:</b> (Condition 4(a))	Not Applicable
15.		<b>Floating Rate Note Provisions:</b> (Condition 4(c))	Applicable <sup>1</sup>
	(i)	Specified Period(s)/Specified Interest Payment Dates:	28 March, 28, June, 28 September and 28 December in each year, from and including, 28 June 2018 to and including, the Maturity Date, in each case subject to adjustment in accordance with the applicable Business Day Convention in item (ii) below.
	(ii)	Business Day Convention:	Modified Following Business Day Convention
	(iii)	Business Centre(s):	TARGET2
	(iv)	Manner in which the Rate(s) of Interest is/are to be determined:	Screen Rate Determination
	(v)	Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Principal Paying Agent):	Not Applicable
	(vi)	Screen Rate Determination:	

<sup>1</sup> Amended in order to clarify that, Floating Rate Note Provisions, is Applicable

Reference Rate, Relevant Time and  
Relevant Financial Centre:

Reference Rate: 3-month EURIBOR

Relevant Time: 11.00 a.m. in the Relevant Financial  
Centre

Relevant Financial Centre: Brussels

Interest Determination Date(s):

Second day on which the TARGET2 System is open  
prior to the start of each Interest Period

– Relevant Screen Page:

Reuters Screen EURIBOR01

(vii) ISDA Determination:

Not Applicable

(viii) Linear Interpolation:

Not Applicable

(ix) Margin(s):

+0.50 per cent per annum

(x) Minimum Rate of Interest:

Not Applicable

(xi) Maximum Rate of Interest:

Not Applicable

(xii) Day Count Fraction:

Actual/360

16. **Zero Coupon Note Provisions:**

Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

17. **Issuer Call:**

Not Applicable

18. **Investor Put:**

Not Applicable

19. **Final Redemption Amount:**

EUR 100,000 per Calculation Amount

20. **Early Redemption Amount:**

Early Redemption Amount(s) payable on  
redemption for taxation reasons or on Event  
of Default:

EUR 100,000 per Calculation Amount

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

21. **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

22. Financial Centre(s): TARGET2 and London

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

24. Renminbi Currency Events: Not Applicable

25. Third Party Information:


Not Applicable

Signed on behalf of the Issuer:

By:  .....

Duly authorised  **Stefan Abrahamsson**

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 with effect from, or from about, the 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.

AA- by Standard & Poor's Credit Market Services Europe Limited.

AA- by Fitch Ratings Ltd.

Each of Moody's Investors Service Ltd., Fitch Ratings Ltd. and Standard & Poor's Credit Market Services Europe Limited. is established in the European Union and 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 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.

### **4. YIELD**

Indication of yield:	Not Applicable
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### **5. OPERATIONAL INFORMATION**

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|-------|--------------|----------------|
| (i)   | ISIN Code:   | XS1799980252   |
| (ii)  | Common Code: | 179998025      |
| (iii) | Cusip:       | Not Applicable |

- |        |   |   |
|--------|---|---|
| (iv)   | CINS:   | Not Applicable  |
| (v)    | Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. (together with the address of each such clearing system) and the relevant identification number(s): | Not Applicable  |
| (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 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)  | Stabilisation Manager(s) (if any):                                      | Not Applicable        |
| (v)   | If non-syndicated, name of Dealer:                                      | Nordea Bank AB (publ) |
| (vi)  | Whether TEFRA D rules are applicable or TEFRA rules are not applicable: | TEFRA D               |
| (vii) | Prohibition of Sales to EEA Retail Investors:                           | Not Applicable        |

## 7. REASONS FOR THE OFFER

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|------------------------|----------------|
| Reasons for the offer: | Not Applicable |
|------------------------|----------------|

