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MIFID II product governance / Professional investors and 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 (as amended, "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.

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Final Terms dated 22 May 2018

# NORDEA BANK AB (PUBL)

# Issue of EUR 30,000,000 0.57 per cent. Notes due 24 May 2023

Issued under the €50,000,000,000 Euro 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 (the "Conditions") set forth in the base prospectus dated 4 May 2018 which constitutes a base prospectus (the "Base Prospectus") for the purposes of the Prospectus Directive. 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 such Base Prospectus. The Base Prospectus is available for viewing during normal business hours at, and copies may be obtained from, the principal office of the Issuer at Smålandsgatan 17, SE-105 been published the Issuer's website Stockholm. Sweden and has on http://www.nordea.com.

The expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto) provided, however, that all references in this document to the "Prospectus Directive" in relation to any Member State of the European Economic Area refer to Directive 2003/71/EC (and amendments thereto) to the extent implemented in the relevant Member State and include any relevant implementing measures in the relevant Member State.

1.	(i)	Series Number:	414
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes become fungible:	Not Applicable
2.	Specified Currency:		Euro ("EUR")
3.	Aggregate Nominal Amount:		
	(i)	Series:	EUR 30,000,000
	(ii)	Tranche:	EUR 30,000,000
4.	Issue Price:		100.00 per cent. of the Tranche
5.	(i)	Specified Denominations:	EUR 100,000
	(ii)	Calculation Amount:	EUR 100,000
6.	(i)	Issue Date:	24 May 2018

(ii) Interest Commencement Issue Date Date: 7. Maturity Date: 24 May 2023 8. Interest Basis: 0.57 per cent. Fixed rate 9. Redemption/Payment Basis: Redemption at par, subject to any purchase and cancellation or early redemption 10. Put/Call Options: Not Applicable 11. Status of the Notes: Unsubordinated (i) (ii) Unsubordinated Notes Not Applicable Waiver of Set-Off: 12. Authorisation: Not Applicable PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE 13. **Fixed Rate Note Provisions** Applicable (i) Rate of Interest: 0.57 per cent. per annum payable annually in arrear Interest Payment Date(s): 24 May in each year in accordance with (ii) following Business Day Convention, not adjusted EUR 570.00 per Calculation Amount (iii) Fixed Coupon Amount: Not Applicable (iv) Party responsible for calculating the Fixed Coupon Amount(s): Broken Amount(s): Not Applicable (v) (vi) Day Count Fraction: Actual/Actual (ICMA) 24 May in each year (vii) Determination Date(s): 14. Not Applicable Floating Rate Note Provisions Zero Coupon Note Provisions Not Applicable 15.

Not Applicable

16.

**Reset Note Provisions** 

# PROVISIONS RELATING TO REDEMPTION

17. Call Option Not Applicable

18. Not Applicable **Put Option** 

19. Final Redemption Amount Par

20. **Early Redemption Amount** 

> Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption:

Condition 6 (b) applies

# GENERAL PROVISIONS APPLICABLE TO THE NOTES

Form of Notes: Bearer Notes 21.

> Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the

Permanent Global Note

22. New Global Note: Yes

TARGET 2 and London 23. Additional cities for the purposes of the definition of Relevant

Financial Centre:

24. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):

No

25. Details relating to Partly Paid Notes: amount of such payment comprising the Issue Price and date on which each payment is to

be made:

Not Applicable

26. Details relating to Instalment

Notes: amount of each instalment, date on which each payment is to be made:

Not Applicable

27. Substitution variation Not Applicable and provisions:

Relevant Benchmark: Not Applicable 28.

# **SIGNATURE**

Signed on behalf of Nordea Bank AB (publ):

By:

Duly authorised

Date:

norised 22 May 2018

Ola Bladholm

Ortharina Idevall

#### PART B - OTHER INFORMATION

# 29. LISTING AND ADMISSION TO TRADING

Application has been made to the Irish Stock Exchange plc trading as Euronext Dublin for the Notes to be admitted to the Official List and to trading on its regulated market with effect from 24 May 2018.

# 30. RATINGS

The issuance of Notes itself is expected to be rated:

Moody's Investors Service Limited:

Aa3

Moody's Investors Service Limited is established in the European Union and registered under Regulation (EU) No 1060/2009, as amended (the "CRA Regulation").

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

Save as discussed in "Subscription and Sale" in the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer

# 32. REASONS FOR THE OFFER AND TOTAL EXPENSES

Reasons for the offer:

See " Use of Proceeds" wording in Base

Prospectus

Estimated total expenses in

relation to admission to

trading:

**EUR 600** 

#### 33. - YIELD

Indication of yield:

0.57 per cent. per annum

As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

# 34. **DISTRIBUTION**

(i) If syndicated names of

Not Applicable

Managers:

(ii) Stabilising Manager(s) (if

Not Applicable

any):

(iii) If non-syndicated, name and address of Dealer:

Landesbank Baden-Württemberg Am Hauptbahnhof 2

70173 Stuttgart Germany

(iv) U.S. Selling Restrictions:

Regulation S Category 2 TEFRA D

(v) Prohibition of Sales to EEA Retail Investors: Not Applicable (Not deemed to be a PRIIP

product)

# 35. OPERATIONAL INFORMATION

ISIN Code:

XS1824255241

Common Code:

182425524

New Global Note intended to be held in a manner which would allow Eurosystem eligibility: Yes

Note that the designation "yes" means that the Notes are intended upon issue to be deposited with Euroclear or Clearstream, Luxembourg 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 European Central Bank being satisfied that Eurosystem eligibility criteria have been met.

Clearing system(s) and identification number, if applicable:

Euroclear / Clearstream, Luxembourg

Delivery:

Delivery against payment

Name(s) and address(es) of additional Paying Agent(s) / VP Issuing Agent(s) / VPS Paying Agent(s) / Swedish Issuing Agent(s) / Swiss Paying Agent(s) (if any): Not Applicable