

**MiFID II product governance / Professional investors and eligible counterparties 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.

26 June 2018

**SWEDBANK AB (publ)**

**Legal Entity Identifier (LEI): M312WZV08Y7LYUC71685**

Issue of

**GBP 400,000,000 1.625 per cent. Notes due 28 December 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 16 May 2018 (the "Base Prospectus") which 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. 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. The Base Prospectus has been published on the website of the Central Bank of Ireland at <https://www.centralbank.ie/regulation/industry-market-sectors/securities-markets/prospectus-regulation/prospectuses> and on the website of the Irish Stock Exchange plc trading as Euronext Dublin 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.

1. **Issuer:** Swedbank AB (publ)
2. (i) **Series Number:** GMTN 342  
(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:** Pounds Sterling ("GBP")
4. **Aggregate Nominal Amount:**  
(i) **Series:** GBP 400,000,000  
(ii) **Tranche:** GBP 400,000,000
5. **Issue Price:** 99.585 per cent of the Aggregate Nominal Amount
6. (i) **Specified Denomination(s):** GBP 100,000 and integral multiples of GBP 1,000 in excess thereof up to and including GBP 199,000. No Notes in definitive form will be issued with a denomination above GBP 199,000.  
(ii) **Calculation Amount:** GBP 1,000
7. (i) **Issue Date:** 28 June 2018  
(ii) **Interest Commencement Date:** Issue Date
8. **Maturity Date:** 28 December 2022
9. **Interest Basis:** 1.625 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/** Not Applicable

**Payment Basis:**

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|-----|---|--|
| 12. | <b>Put/Call Options:</b>  | Not Applicable                               |
| 13. | (i) <b>Status of the Notes:</b>                                 | Senior Preferred - Condition 3(a) will apply |
|     | (a) Waiver of Set-Off:  | Not Applicable                               |
|     | (b) Redemption for taxation reasons:                            | Condition 5(b) will apply                    |
|     |   | Tax Event Call Not Applicable                |
|     | (c) Senior Preferred Notes Restricted Events of Default:        | Not Applicable                               |
|     | (d) Senior Preferred Notes Restricted Gross Up:                 | Not Applicable                               |
|     | (ii) <b>Date Board approval for issuance of Notes obtained:</b> | Not Applicable                               |

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

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|-----|--|--|
| 14. | <b>Fixed Rate Note Provisions:</b><br>(Condition 4(a))                           | Applicable   |
|     | (i) Rate(s) of Interest:   | 1.625 per cent per annum payable in arrear on each Interest Payment Date   |
|     | (ii) Interest Payment Date(s):   | 28 December in each year, from and including 28 December 2018, up to and including the Maturity Date. Thus there will be a short first coupon for the period from and including 28 June 2018 to but excluding 28 December 2018 |
|     | (iii) Fixed Coupon Amount(s):<br><i>(Applicable to Notes in definitive form)</i> | GBP 16.25 per Calculation Amount   |
|     | (iv) Broken Amount(s):<br><i>(Applicable to Notes in definitive form)</i>        | GBP 8.12 per Calculation Amount, payable on the Interest Payment Date falling on 28 December 2018  |
|     | (v) Day Count Fraction:  | Actual/Actual (ICMA)   |
|     | (vi) Determination Dates:  | 28 December 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. **Zero Coupon Note Provisions:** Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

18. **Issuer Call:** Not Applicable

19. **Investor Put:** Not Applicable

20. **Final Redemption Amount:** GBP 1,000 per Calculation Amount

21. **Early Redemption Amount:**

Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default: GBP 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):** TARGET2 System

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: ..... Ulf Jakobsson

Duly authorised

By: ..... Henrik Falk

Duly authorised

## **PART B – OTHER INFORMATION**

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

- |       |   |  |
|-------|---|--|
| (i)   | Listing:  | Official List of Euronext Dublin   |
| (ii)  | Admission to trading:                                       | Application has been made for the Notes to be admitted to trading on the Main Securities Market of Euronext Dublin with effect from, or from about, 28 June 2018 |
| (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 Aa2 by Moody's Investors Service Ltd. ("Moody's"), AA- by Standard and Poor's Credit Market Services Europe Limited ("Standard & Poor's"), and AA- by Fitch Ratings Ltd. ("Fitch").
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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 Managers, 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 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:	1.715 per cent. per annum
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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:   | XS1844104437               |
| (ii)  | Common Code: | 184410443                  |
| (iii) | CFI:         | DTFXFB                     |
| (iv)  | FISN:        | SWEDBANK AB/1EMTN 20221228 |

(v)	Cusip:	Not Applicable
(vi)	CINS:	Not Applicable
(vii)	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
(viii)	Delivery:	Delivery against payment
(ix)	Names and addresses of additional Transfer Agents and/or Paying Agent(s) (if any):	None
(x)	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:	Syndicated
(ii)	If syndicated, names of Managers:	HSBC Bank plc NatWest Markets Plc
(iii)	Date of Subscription Agreement:	26 June 2018
(iv)	Stabilisation Manager(s) (if any):	NatWest Markets Plc
(v)	If non-syndicated, name of Dealer:	Not Applicable
(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

Reasons for the offer:	General Business Purposes
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