

## 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

25 May 2015

**SWEDBANK AB (publ)**

Issue of

***USD 10,000,000 2.24 per cent. Fixed Rate Note due May 2020***

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 2015 (the "Base Prospectus") which constitutes a base prospectus for the purposes of Directive 2003/71/EC (as amended, including by Directive 2010/73/EU), and includes any relevant implementing measure in a relevant Member State (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 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. The Base Prospectus has 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.

1. **Issuer:** Swedbank AB (publ)
2. (i) **Series Number:** GMTN 271
- (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:** U.S. Dollar ("USD")
4. **Aggregate Nominal Amount:** USD 10,000,000
  - (i) **Series:** USD 10,000,000
  - (ii) **Tranche:** USD 10,000,000
5. **Issue Price:** 100 per cent of the Aggregate Nominal Amount
6. (i) **Specified Denomination(s):** USD 100,000
- (ii) **Calculation Amount:** USD 100,000
7. (i) **Issue Date:** 27 May 2015
- (ii) **Interest Commencement Date:** Issue Date
8. **Maturity Date:** 27 May 2020
9. **Interest Basis:** 2.24 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

- (ii) **Date Board approval for issuance of Notes obtained:** Not Applicable

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

14. **Fixed Rate Note Provisions:** Applicable  
(Condition 4(a))
- (i) **Rate(s) of Interest:** 2.24 per cent per annum payable in arrear on each Interest Payment Date
- (ii) **Interest Payment Date(s):** 27 May in each year up to and including the Maturity Date
- (iii) **Fixed Coupon Amount(s):** USD 2,240 per Calculation Amount
- (iv) **Broken Amount(s):** Not Applicable
- (v) **Day Count Fraction:** 30/360
- (vi) **Determination Dates:** Not Applicable
- (vii) **Interest Payment Date Adjustment:** Not Applicable
- (viii) **Business Centre(s):** Not Applicable
15. **Reset Note Provisions** Not Applicable
16. **Floating Rate Note Provisions:** 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:** USD 100,000 per Calculation Amount
21. **Early Redemption Amount:**
- Early Redemption Amount(s) payable USD 100,000 per Calculation Amount

on redemption for taxation reasons or  
on Event of Default:

**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

TARGET2; London; New York

**23. Financial Centre(s):**

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 **Jonas Westerberg**

By:  .....

Duly authorised **Kimberly Bauner**

## 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, 27 May 2015. |
| (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:<br>Standard & Poor's: A+<br>Moody's: A1<br>Fitch: A+ |
|----------|---|

Each of Standard & Poor's, Moody'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 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. Fixed Rate Notes only - YIELD

|                      |                |
|----------------------|----------------|
| Indication of yield: | 2.24 per cent. |
|----------------------|----------------|

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:   | XS1238252503 |
| (ii) | Common Code: | 123825250    |

- |        |  |  |
|--------|--|--|
| (iii)  | Cusip:   | Not Applicable   |
| (iv)   | CINS:  | Not Applicable   |
| (v)    | Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking société anonyme (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:  | No. Whilst the designation is specified as "no" at the date of these Final Terms, should the 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. |

## 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:                                      | UniCredit Bank AG<br>Arabellastrasse 12<br>81925 Munich<br>Germany |
| (vi)  | Whether TEFRA D rules are applicable or TEFRA rules are not applicable: | TEFRA D  |