

12 June 2012

**SWEDBANK AB (publ)**

Issue of  
**EUR 10,000,000 3.00 per cent. Notes due June 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 Prospectus dated 15 May 2012 (the "Prospectus") which constitutes a base prospectus for the purposes of Directive 2003/71/EC (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 Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus. The Prospectus is available for viewing at Regeringsgatan 13 SE-105 34 Stockholm and [www.swedbank.com](http://www.swedbank.com) and copies may be obtained from Regeringsgatan 13 SE-105 34 Stockholm.

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|----|-----------------------------------|--|
| 1. | Issuer:                           | Swedbank AB (publ)                               |
| 2. | (i) Series Number:                | GMTN 196   |
|    | (ii) Tranche Number:              | 1  |
| 3. | Specified Currency or Currencies: | Euro ("EUR")                                     |
| 4. | Aggregate Nominal Amount:         | EUR 10,000,000                                   |
|    | (i) Series:                       | EUR 10,000,000                                   |
|    | (ii) Tranche:                     | EUR 10,000,000                                   |
| 5. | Issue Price:                      | 100.00 per cent. of the Aggregate Nominal Amount |
| 6. | (i) Specified Denomination(s):    | EUR 100,000                                      |
|    | (ii) Calculation Amount:          | EUR 100,000                                      |
| 7. | (i) Issue Date:                   | 14 June 2012                                     |
|    | (ii) Interest Commencement Date:  | 14 June 2012                                     |
| 8. | Maturity Date:                    | 14 June 2022                                     |
| 9. | Interest Basis:                   | 3.00 per cent. Fixed Rate                        |
|    |                                   | (further particulars specified below)            |

10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest Basis or Redemption/Payment Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	Status of the Notes:	Unsubordinated – Condition 3(a) will apply
14.	Method of distribution:	Non-syndicated

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

15.	Fixed Rate Note Provisions: (Condition 4(a))	Applicable
	(i) Rate(s) of Interest:	3.00 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	14 June in each year up to and including the Maturity Date
	(iii) Fixed Coupon Amount(s):	EUR 3,000.00 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual (ICMA), following unadjusted
	(vi) Determination Dates:	14 June in each year
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16.	Floating Rate Note Provisions:	Not Applicable
17.	Zero Coupon Note Provisions:	Not Applicable
18.	Index-Linked Interest Note/other variable-linked interest Note Provisions:	Not Applicable
19.	Dual Currency Interest Note Provisions:	Not Applicable

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

20.	Issuer Call:	Not Applicable
21.	Investor Put:	Not Applicable
22.	Final Redemption Amount:	EUR 100,000 per Calculation Amount
23.	Early Redemption Amount:	Not Applicable

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

24. Form of Notes:
- |      |                  |   |
|------|------------------|---|
| (i)  | Form:            | <b>Bearer Notes:</b>  |
|      |                  | Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Bearer Notes on 45 days' notice given at any time/only upon an Exchange Event |
| (ii) | New Global Note: | Yes   |
25. Financial Centre(s) or other special provisions relating to Payment Days: TARGET, London
26. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No
27. Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: Not Applicable
28. Details relating to Instalment Notes:
- |      |                       |                |
|------|-----------------------|----------------|
| (i)  | Instalment Amount(s): | Not Applicable |
| (ii) | Instalment Date(s):   | Not Applicable |
29. Redenomination, renominatisation and reconventioning provisions: Not Applicable
30. Consolidation provisions: Not Applicable
31. Additional U.S. Federal Income Tax Considerations: Not Applicable
32. Other final terms: Not Applicable

## DISTRIBUTION

33. (i) If syndicated, names of Managers: Not Applicable
- (ii) Date of Subscription Agreement: Not Applicable

(iii) Stabilising Manager(s) (if Not Applicable any):

34. If non-syndicated, name of Dealer: Norddeutsche Landesbank Girozentrale

35. Whether TEFRA D rules are TEFRA D applicable or TEFRA rules are not applicable:

36. Additional selling restrictions: Not Applicable

### PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the EEA Regulated Market of the London Stock Exchange and listing on the Official List of the UK Listing Authority of the Notes described herein pursuant to the U.S.\$40,000,000,000 Global Medium Term Note Programme of Swedbank AB (publ).

### RESPONSIBILITY


The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: .....

Duly authorised

**Stefan Abrahamsson**

  
Marie Carlsson

## **PART B – OTHER INFORMATION**

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

- |       |   |   |
|-------|---|---|
| (i)   | Listing:  | London  |
| (ii)  | Admission to trading:                                       | Application has been made for the Notes to be admitted to trading on the EEA Regulated Market of the London Stock Exchange with effect from 14 June 2012. |
| (iii) | Estimate of total expenses related to admission to trading: | £3,600  |

### **2. RATINGS**

- |          |                               |
|----------|-------------------------------|
| Ratings: | The Programme has been rated: |
|          | Moody's: A2                   |
|          | S&P: A+                       |
|          | Fitch: A                      |

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

Save for any fees payable to the Dealers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### **4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

- |       |                           |                                     |
|-------|---------------------------|-------------------------------------|
| (i)   | Reasons for the offer:    | See "Use of Proceeds" in Prospectus |
| (ii)  | Estimated net proceeds:   | EUR 10,000,000                      |
| (iii) | Estimated total expenses: | Not Applicable                      |

### **5. Fixed Rate Notes only – YIELD**

- |                      |   |
|----------------------|---|
| Indication of yield: | 3.00 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. |

### **6. OPERATIONAL INFORMATION**

- |     |            |              |
|-----|------------|--------------|
| (i) | ISIN Code: | XS0794127166 |
|-----|------------|--------------|

(ii)	Common Code:	079412716
(iii)	Cusip:	Not Applicable
(iv)	CINS:	Not Applicable
(v)	Swiss Security Number:	Not Applicable
(vi)	Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking société anonyme and SIX SIS Ltd (together with the address of each such clearing system) and the relevant identification number(s):	Not Applicable
(vii)	Settlement procedures:	Not Applicable
(viii)	Delivery:	Delivery against payment
(ix)	Names and addresses of additional Paying Agent(s) (including, in the case of Swiss Domestic Notes, the Principal Swiss Paying Agent and any other Swiss Paying Agents) (if any):	Not Applicable
(x)	Intended to be held in a manner which would allow Eurosystem eligibility:	<p>Yes</p> <p>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 satisfaction of the Eurosystem eligibility criteria.</p>