

# INFORMATION MEMORANDUM

12 MAY2017



## **SKANDINAVISKA ENSKILDA BANKEN AB (PUBL)**

PROGRAMME OF NEGOTIABLE COMMERCIAL PAPER  
(Negotiable European Commercial Paper- NEU CP) (trade  
name)<sup>1</sup>

**EUR 5, 000, 000, 000**

OR THE EQUIVALENT AMOUNT IN ANY OTHER CURRENCY

**Arranger**



**BNP PARIBAS**

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<sup>1</sup> Trade name of the notes defined in article D.213-1 of the French monetary and financial code

<b>Name of the Programme / Nom du Programme</b>	Skandinaviska Enskilda Banken French <i>Negotiable European Commercial Papers (NEU CP)</i>
<b>Name of the Issuer / Nom de l'Emetteur</b>	Skandinaviska Enskilda Banken
<b>Type of Programme / Type de Programme</b>	French <i>Negotiable European Commercial Papers</i> Programme d'émission de Titres Négociables à Court Terme de droit français
<b>Programme size / Montant du programme</b>	Euro 5,000,000,000
<b>Guarantor / Garant</b>	Not applicable
<b>Ratings of the Programme / Notations du Programme</b>	<u>Rated by Fitch Ratings, Moody's and Standard and Poor's</u>
<b>Arranger / Arrangeur</b>	BNP Paribas
<b>Issuing and Paying Agent / Agent Domiciliataire</b>	BNP Paribas
<b>Dealer / Placeur</b>	BNP Paribas, Crédit Agricole CIB, ING Bank N.V., Natixis, Société Générale
<b>Effective date of the Information Memorandum / Date effective de la Documentation Financière</b>	May 12, 2017
<b>Updated by amendment (if required)/ Mise à jour par avenant (le cas échéant)</b>	

A copy of the present information memorandum (the “**Information Memorandum**”) has been provided to:

**BANQUE DE FRANCE**  
**Direction générale de la stabilité financière et des opérations (DGSO)**  
**Direction de la mise en œuvre de la politique monétaire (DMPM)**  
**21-1134 Service des Titres de Créances Négociables (STCN)**  
**39, rue Croix des Petits Champs**  
**75049 PARIS CEDEX 01**  
**(to the attention of the Head of Division)**

France

and can be obtained from:

**BNP PARIBAS**  
16, boulevard des Italiens  
75009 Paris  
France

and from the Issuing and Paying Agent appointed in the present Information Memorandum, as well as from the Issuer.

**Avertissement** : cette documentation financière étant rédigée dans une langue usuelle en matière financière autre que le français, l'émetteur invite l'investisseur, le cas échéant, à recourir à une traduction en français de cette documentation.

Translation :

**Warning** : as this information memorandum is issued in a customary language in the financial sphere other than French, the issuer invites the investor, when appropriate, to resort to a French translation of this documentation.

**The Banque de France invites investors to read the general terms and conditions for the use of information related to negotiable debt securities:**

<https://www.banque-france.fr/en/monetary-policy/monitoring-and-development-market-financing/commercial-paper-and-medium-term-note-market-neu-cp-neu-mtn>

This document has been established in accordance with article L. 213-1 A to L. 213-4-1 of the *Code monétaire et financier*.

## TABLE OF CONTENTS

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<b>CHAPTER</b>		<b>Page</b>
CHAPTER I	DESCRIPTION OF THE ISSUANCE PROGRAMME .....	5
CHAPTER II	DESCRIPTION OF THE ISSUER .....	14
CHAPTER III	CERTIFICATION OF INFORMATION FOR THE ISSUER .....	19
APPENDICE I	.....	21

## **CHAPTER I DESCRIPTION OF THE ISSUANCE PROGRAMME**

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Article D.213-9, 1° and D 213-11 of the Monetary and Financial Code and Article 6 of the Order of 30 May 2016 and subsequent amendments

### **1.1 Name of the Programme**

Skandinaviska Enskilda Banken AB (publ) French *Negotiable European Commercial Papers*

### **1.2 Type of Programme**

French *Negotiable European Commercial Papers*

### **1.3 Name of the issuer**

Skandinaviska Enskilda Banken AB (publ)

### **1.4 Type of issuer**

Monetary Financial institution

### **1.5 Purpose of the Programme**

Optional<sup>2</sup>

### **1.6 Programme size**

The maximum outstanding amount under the Programme is Euro 5,000,000,000 or its equivalent amount (using the exchange rate applicable at the time of issuance) in any other currency.

### **1.7 Form of the Notes**

Negotiable European Commercial Papers are negotiable debt instruments (*titres de créances négociables*), issued in dematerialised bearer form and recorded in the books of authorised intermediaries (book entry system).

### **1.8 Yield Basis**

The remuneration of the Negotiable European Commercial Papers is unrestricted.

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<sup>2</sup> Optional : Informations that the issuer may not provide because it is not required by French regulation

However, if the Issuer issues Negotiable European Commercial Papers with remuneration linked to an index, or an index clause, the Issuer shall only issue Negotiable European Commercial Papers with remuneration linked to usual money market indexes, such as and restricted to: Euribor, Libor or EONIA.

At their maturity date, the principal of the Negotiable European Commercial Papers shall always equal par. The remuneration of the Negotiable European Commercial Papers may be negative depending on the fixed rates or the trend of the usual money market indexes applicable to the calculation of the remuneration. In this case, redemption amounts of the Negotiable European Commercial Papers may be below par.

The conditions of remuneration of such Negotiable European Commercial Papers will be set up when the said Negotiable European Commercial Papers will be initially issued.

In any case, the Programme does not allow indexation formula linked to a credit event.

In the case of an issue of Negotiable European Commercial Papers embedding an option of early redemption, extension or repurchase, as mentioned in paragraph 1.10 below, the conditions of remuneration of such Negotiable European Commercial Papers will be set up when the said Negotiable European Commercial Papers will be initially issued and shall not be further modified, including when such an embedded option of early redemption, extension or repurchase will be exercised.

## **1.9 Currencies of issue of the Notes**

Euro, USD and GBP

## **1.10 Maturity of the Notes**

The term (maturity date) of the Negotiable European Commercial Papers shall comply with laws and regulations applicable in France, which imply that, at the date hereof, the term of the Negotiable European Commercial Papers shall not be longer than one year (365 days or 366 days in a leap year), from the issue date.

The Negotiable European Commercial Papers may be redeemed before maturity in accordance with the laws and regulations applicable in France.

The Negotiable European Commercial Papers issued under the Programme may carry one or more embedded option(s) of extension of the term (held by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).

The Negotiable European Commercial Papers issued under the Programme may also carry one or more embedded option(s) of repurchase before the term

(held by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).

An option of early redemption, extension of the term or of repurchase before the term, if any, shall be explicitly specified in the confirmation form of any relevant issuance of Negotiable European Commercial Papers .

In any case, the overall maturity of any Negotiable European Commercial Papers embedded with one or several of such clauses, shall always - all options of early redemption, extension or repurchase included – conform to laws and regulations in force in France at the time of the issue.

### **1.11 Minimum Issuance Amount**

The minimum denomination, determined at the time of each issue, will be of at least Euro 200,000 or its equivalent in any other currency.

### **1.12 Minimum denomination of the Notes**

In compliance with Article D 213-11 of the French monetary and financial Code), the minimum legal face value of the Negotiable European Commercial Papers issued within the framework of this programme shall be EUR 200 000 or its equivalent value in any other currency authorized by the French legislation in force at the time of the issue

### **1.13 Status of the Notes**

Negotiable European Commercial Papers issued by the Issuer will constitute unconditional, unsubordinated and unsecured obligations of the Issuer and will rank pari passu without preference among themselves with all other unsubordinated and unsecured present or future indebtedness of the Issuer, subject to such exceptions as may from time to time exist under applicable law.

### **1.14 Governing Law that applies to the Notes**

Negotiable European Commercial Papers issued under this Programme will be issued and governed by French law.

### **1.15 Listing of the Notes**

No

### **1.16 Settlement system**

Optional<sup>3</sup>

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<sup>3</sup> Optional : informations that the issuer may not provide because it is not required by French regulation

## **1.17 Rating of the Programme**

Rated

The ratings may be reviewed at any time by the Rating Agencies. Investors are invited to refer to the websites of the Rating Agencies concerned for the current rating at the following links:

- Fitch Ratings

<https://www.fitchratings.com/gws/en/esp/issr/80359927>

- Moody's Investors Service

<https://www.moody's.com/credit-ratings/SEB-credit-rating-681000>

- Standard & Poor's Credit Market Services Europe Limited

<https://www.globalcreditportal.com/ratingsdirect/showInstrument.do?rand=uPZpS5hkSf&instrumentId=443328>

## **1.18 Guarantor**

The Programme does not benefit from any guarantee.

## **1.19 Issuing and Paying Agent(s) (IPA)**

On the date of the present Information Memorandum, the Issuer has appointed BNP Paribas as issuing and paying agent of the Programme.

## **1.20 Arranger**

BNP Paribas

## **1.21 Placement method**

The Negotiable European Commercial Papers will be either directly placed by the Issuer or subscribed and placed by the dealer(s) (the "Dealers") appointed at any time by the Issuer.

On the date of the present Information Memorandum, the Issuer has appointed as Dealers:

BNP PARIBAS;  
CREDIT AGRICOLE CIB;  
ING Bank N.V.;  
NATIXIS; and  
SOCIETE GENERALE.



The Issuer may however elect to replace any of the dealers or appoint other Dealers; an updated list of the Dealers will be disclosed to investors upon request to the Issuer.

## **1.22 Selling restrictions**

### **GENERAL**

The Issuer and each of the Dealers or subscribers undertake not to take any action which would facilitate the public offering of Negotiable European Commercial Papers, or the possession or distribution of the Information Memorandum, or any other document relating to the Negotiable European Commercial Papers, in any country where the distribution of such documents would be contrary to its laws and regulations, and will only offer or sell the Negotiable European Commercial Papers in accordance with the laws and regulations in force in these particular countries.

Each Dealer or subscriber undertakes to comply with the laws and regulations in force in the countries where it will offer or sell the Negotiable European Commercial Papers or will hold or distribute the Information Memorandum, and will obtain all necessary authorisations and agreements in accordance with the laws and regulations in force in all the countries in which such an offer for sale will be made by it. Neither the Issuer nor any Dealer will bear responsibility for the breach by another Dealer or subscriber of these laws and regulations.

### **FRANCE**

Each Dealer, each subscriber and the Issuer has represented and agreed (i) to comply with the laws and regulations in force in France where it will offer or sell the Negotiable European Commercial Papers or will hold or distribute the Information Memorandum and (ii) to obtain all necessary authorisations and agreements in accordance with the laws and regulations in force in France in which such an offer for sale will be made by it.

### **SWEDEN**

Each Dealer agrees that it will not, directly or indirectly, offer for subscription or purchase or issue invitations to subscribe for or buy or sell the Instruments or distribute any draft or definitive document in relation to any such offer, invitation or sale in the Kingdom of Sweden except in compliance with the laws of the Kingdom of Sweden.

### **UNITED KINGDOM**

Each Dealer represents and agrees that:

- (i)
  - (a) it is a person whose ordinary activities involve it in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of its business;

(b) it has not offered or sold and will not offer or sell any Negotiable European Commercial Papers other than to persons whose ordinary business activities involve them in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of their businesses or who it is reasonable to expect will acquire, hold, manage or dispose of investments (as principal or agent) for the purposes of their businesses where the issue of such Negotiable European Commercial Papers would otherwise constitute a contravention of Section 19 of the FSMA by the Issuer;

(ii) it has only communicated or caused to be communicated and will only communicate or cause to be communicated any invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA) received by it in connection with the issue or sale of any Negotiable European Commercial Papers in circumstances in which section 21(1) of the FSMA does not apply to the Issuer;

(iii) it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to such Negotiable European Commercial Papers in, from or otherwise involving the United Kingdom;

## UNITED STATES

The Negotiable European Commercial Papers have not been and will not be registered under the U.S Securities Act of 1933 (the "Securities Act"), as amended, or any state securities laws and may not be offered or sold within the United States or to, or for the account or benefit of, United States persons (as defined in Regulation S under the Securities Act, as amended).

Each Dealer or subscriber undertakes not to offer, or sell, or deliver either directly or indirectly through one of its subsidiaries or agents, the Negotiable European Commercial Papers within the United States or to, or for the account or benefit of U.S. persons (i) at any time during their distribution period or (ii) until the end of the forty (40) days period after the earliest date being either the start of the offer or the date of the issue of the Negotiable European Commercial Papers. Each Dealer furthermore agrees to send to each operator to whom it sells Negotiable European Commercial Papers during the aforementioned forty (40) day period a notice describing the restrictions in force applicable to the offer and sale of Negotiable European Commercial Papers to the United States, to US persons, acting as principal or for its own account.

The Negotiable European Commercial Papers are only to be offered and sold outside the United States to persons who are not US Persons as defined in the aforementioned Regulation S.

By its purchase of a Negotiable European Commercial Papers, each purchaser or affiliate or agent of the Dealer shall be deemed to represent that either (a) it is not a U.S. person or (b) it is a qualified institutional buyer or an institutional accredited investor or equivalent as described in Regulation S of the Securities Act, (ii) the Negotiable European Commercial Papers is being acquired for

investment and not with a view to, or for sale in connection with, any public distribution thereof, and (iii) any resale of a Negotiable European Commercial Paper will be made only to a qualified institutional buyer or an institutional accredited investor or equivalent as described above.

## **FOREIGN ACCOUNT TAX COMPLIANCE ACT**

Sections 1471 through 1474 of the U.S. Internal Revenue Code of 1986 ("**FATCA**") impose a new reporting regime and potentially a 30 per cent. withholding tax with respect to certain payments to (i) any non-U.S. financial institution (a "foreign financial institution", or "**FFI**" (as defined by FATCA)) that does not become a "**Participating FFI**" by entering into an agreement with the U.S. Internal Revenue Service ("**IRS**") to provide the IRS with certain information in respect of its account holders and investors or is not otherwise exempt from or in deemed compliance with FATCA and (ii) any investor (unless otherwise exempt from FATCA) that does not provide information sufficient to determine whether the investor is a U.S. person or should otherwise be treated as holding a "United States Account" of the Issuer (a "**Recalcitrant Holder**"). The Issuer is classified as an FFI.

The new withholding regime is being phased since 1 July 2014 for payments from sources within the United States and will apply to "**foreign passthru payments**" (a term not yet defined) no earlier than 1 January 2017. This withholding would potentially apply to payments in respect of (i) any Negotiable European Commercial Papers characterized as debt for U.S. federal tax purposes that are issued after the "**grandfathering date**", which is the date that is six months after the date on which final U.S. Treasury regulations defining the term foreign passthru payment are filed with the Federal Register, or which are materially modified after the grandfathering date and (ii) any Negotiable European Commercial Papers characterized as equity or which do not have a fixed term for U.S. federal tax purposes, whenever issued.

The United States and a number of other jurisdictions have announced their intention to negotiate intergovernmental agreements to facilitate the implementation of FATCA (each, an "**IGA**"). Pursuant to FATCA and the "Model 1" and "Model 2" IGAs released by the United States, an FFI in an IGA signatory country could be treated as a "**Reporting FI**" not subject to withholding under FATCA on any payments it receives. Further, an FFI in a Model 1 IGA jurisdiction generally would not be required to withhold under FATCA or an IGA (or any law implementing an IGA) (any such withholding being "**FATCA Withholding**") from payments it makes (unless it has agreed to do so under the U.S. "qualified intermediary," "withholding foreign partnership," or "withholding foreign trust" regimes). The Model 2 IGA leaves open the possibility that a Reporting FI might in the future be required to withhold as a Participating FFI on foreign passthru payments and payments that it makes to Recalcitrant Holders. Under each Model IGA, a Reporting FI would still be required to report certain information in respect of its account holders and investors to its home government or to the IRS. The United States and Sweden have entered into an intergovernmental agreement (the "**U.S.-Sweden IGA**") based largely on the Model 1 IGA.

The Issuer will be treated as a Reporting FI pursuant to the U.S.-Sweden IGA and will not be subject to FATCA withholding on payments it receives or required to withhold on payments of non-U.S. source income. The Issuer may though be required to deduct FATCA withholding with respect to certain US source income if any FFI through or to which payment on such Negotiable European Commercial Papers is made is not a Participating FFI, a Reporting FI, or otherwise exempt from or in deemed compliance with FATCA.

**FATCA is particularly complex and its application is uncertain at this time. The above description is based in part on regulations, official guidance and model IGAs, all of which are subject to change or may be implemented in a materially different form. Prospective investors should consult their tax advisers on how these rules may apply to the Issuer and to payments they may receive in connection with the Negotiable European Commercial Papers.**

### **1.23 Taxation**

Optional<sup>4</sup>

### **1.24 Involvement of national authorities**

Banque de France

### **1.25 Contact details of the person's in charge of the issuing programme**

John Arne Wang  
Skandinaviska Enskilda Banken  
SE-106 40 Stockholm  
Suède  
Telephone: 00 46 8 763 92 81  
Fax : 00 46 8 611 3717  
E-mail : [john.wang@seb.se](mailto:john.wang@seb.se)

Jan Dahlén, in charge of the correspondence with the Banque de France.  
Skandinaviska Enskilda Banken  
SE-106 40 Stockholm  
Suède  
Phone: 00 46 87 63 83 22  
Fax : 00 46 8 611 3833  
E-mail : [jan.dahlen@seb.se](mailto:jan.dahlen@seb.se)

Jenny Ramstedt  
Skandinaviska Enskilda Banken

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<sup>4</sup> Optional : informations that the issuer may not provide because it is not required by French regulation

SE-106 40 Stockholm  
Suède  
Phone: 00 46 85 06 23 293  
Fax: 00 46 86 11 37 17  
E-mail : [jenny.ramstedt@seb.se](mailto:jenny.ramstedt@seb.se)

#### **1.26 Additional information on the programme**

Optional<sup>5</sup>

#### **1.27 Language of the information memorandum which prevails**

English

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<sup>5</sup> Optional : informations that the issuer may not provide because it is not required by French regulation.

## **CHAPTER II DESCRIPTION OF THE ISSUER**

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Article D.213-9, II, 2° of the French Monetary and Financial Code and Article 7, 3° of the Order of 30 May 2016 and subsequent amendments

### **2.1 Legal Name**

SKANDINAVISKA ENSKILDA BANKEN AB (PUBL)

### **2.2 Legal form/status, governing law of the issuer and competent courts**

The Issuer is a public company (publ), SKANDINAVISKA ENSKILDA BANKEN AB (publ) has obtained its current banking licence from the King – in – Council on 17 December 1971.

The governing law applicable to the Issuer is the Swedish Law. Relevant Swedish Courts are competent courts.

The Issuer is supervised by the Swedish Financial Supervisory Authority.

### **2.3 Date of incorporation**

The Company was incorporated on 17 December 1971.

### **2.4 Registered office or equivalent and main administrative office**

Company name: SKANDINAVISKA ENSKILDA BANKEN AB (PUBL)  
Head office

SE-106 40 Stockholm,  
Sweden

Visiting Address:

Kungsträdgårdsg 8  
SE - 106 40 Stockholm  
Sweden

The documentation from the Banque de France should be sent to the following address:

Skandinaviska Enskilda Banken AB (publ)  
Att. Jan Dahlen  
SE-106 40 Stockholm  
Sweden

## 2.5 Registration number, place of registration

The Issuer is registered by the Register of companies (Bolagsverket), under corporate registration number No 502032-9081.

## 2.6 Issuer's mission

(extract of section 3 from the Articles of Association of the Issuer)

The Bank's operations shall comprise banking and financial activities, as well as thereto related activities, as referred to in Chapter I, Section 3 and Chapter 7, Section 1, of the Swedish Banking and Financing Business Act (2004:297). These operations include provision of payment services via general payments systems and receipt of funds which following a period of notice are available to the creditor within no more than 30 days.

The Bank may carry on, inter alia, the following activities:

1. Borrow funds, for example by accepting deposits from the general public or issuing bonds or other comparable debt instruments,
2. grant and broker loans, for example in the form of consumer credits and loans secured by charges over real property or claims,
3. participate in financing, for example by acquiring claims and leasing property,
4. Negotiate payments,
5. Provide means of payment,
6. Issue guarantees and assume similar obligations,
7. Participate in issuance of securities,
8. Provide financial advice,
9. Hold securities in safekeeping,
10. Conduct letters of credit operations,
11. Provide bank safety deposit services,
12. Engage in currency trading,
13. Engage in securities operation, and provide credit information

## 2.7 Brief description of current activities

Note : pages mentioned in the table below refer to the annual reports 2015 and 2016. Such reports being available for consultation via the hyperlink featured in page 22.

	<b>2015</b>	<b>2016</b>
<b>Lending/Deposits to the public</b>	p.111-112	p.111-112
<b>Cash Management Loans / Deposits to / from corporates</b>	p.111-112	p.111-112
<b>Financial Markets Transactions</b> (derivative instruments)	p.145-146	p.146-147
<b>Provision of banking and financial services</b> (fees, commissions)	p.84-85	p.84-86

## **2.8 Capital**

See 2.8.1

### **2.8.1 Amount of capital subscribed and fully paid**

The authorised and fully paid capital is SEK 21,942 million (Euro 2,292 million as per December 31, 2016) divided into 2,170,019,294 ordinary class A and 24,152,508 ordinary class C shares.

### **2.8.2 Amount of capital subscribed and not fully paid**

Not applicable to Swedish credit institutions

## **2.9 List of main shareholders**

List of principal shareholders holding at least five percent of the share capital of Skandinaviska Enskilda Banken AB (publ):

Investor AB (listed on the Stockholm Stock Exchange): 20.8% of capital, Alecta: 6.87% of capital, Trygg Foundation: 5.96% of capital.

## **2.10 Regulated markets in the European Economic Area on which the shares or debt securities of the issuer are listed**

Since January 1972 the shares of Skandinaviska Enskilda Banken AB (publ) have been listed on the Stockholm Stock Exchange.

## **2.11 Composition of governing bodies and supervisory bodies**

The Issuer is managed by a Board of Directors, the members of which are appointed by the Annual General Meeting:

The members of the Board of Directors are:

Marcus WALLENBERG    Chairman

Samir BRIKHO            Director

Winnie FOK              Director

Johan H. ANDRESEN    Director

Signhild ARNEGÅRD HANSEN    Director

Tomas NICOLIN           Director



Sven NYMAN	Director
Jesper OVESEN	Director
Helena SAXON	Director
Sara ÖHRVALL	Director
Johan TORGEBY	Director President and Group Chief Executive
Anna-Karin GLIMSTRÖM	Director appointed by the employees
Hakan WESTERBERG	Director appointed by the employees
Annika ISENBORG	Deputy Director appointed by the employees
Charlotta LINDHOLM	Deputy Director appointed by the employees

## **2.12 Accounting Method for consolidated accounts**

Since January 1st 2005, the Issuer has established its consolidated financial statements in accordance with International Financial Reporting Standards rules.

## **2.13 Accounting year**

Starting on 01/01, ending on 31/12

### **2.13.1 Date of the last annual shareholders meeting**

28 March 2017

## **2.14 Fiscal year**

Starting on 01/01, ending on 31/12

## **2.15 Independent auditors of the issuer, who have audited the issuer's annual accounts**

### **2.15.1 Independent auditors**

#### **Company Name:**

PricewaterhouseCoopers AB

Address: Torsgatan 21

SE-113 97 Stockholm

Sweden, Peter NYLLINGE being the principal responsible auditor appointed by PWC

PricewaterhouseCoopers AB was appointed in 2008 by the Annual General Meeting for a four-year period and 2012, 2013, 2014, 2015, 2016 and 2017 for an additional one-year period.

### **2.15.2 Independent auditors report**

The non-consolidated and the consolidated accounts for 2016 have been audited by PricewaterhouseCoopers AB, Chartered Accountants and Registered Auditors without qualifications.

The auditors report for 2015 may be found on pages 155-158 of the 2016 annual report and for 2015 on page 155 of the 2015 annual report.

### **2.16 Other equivalent programmes of the issuer**

A Global Commercial Paper Programme in US Dollars. Maximum Outstanding amount: USD 25 000 000 000 which outstanding amount is USD 3,5 billion on 31st December 2016.

A SEK Commercial Paper Programme with an unlimited aggregate principal amount which outstanding amount is the equivalent of USD 0 on 31st December 2016.

### **2.17 Rating of the issuer**

Rated

The issuer is rated by the following Rating Agencies: Standard & Poor's Ratings Services, Moody's Investors Service, Inc, Fitch Ratings Ltd.

### **2.18 Additional information on the issuer**

Optional<sup>6</sup>

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<sup>6</sup> Optional : informations that the issuer may not provide because it is not required by French regulation

**CHAPTER III**  
**CERTIFICATION OF INFORMATION FOR THE ISSUER**

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Article D. 213-9, II, 3° and III of the French Monetary and Financial Code and subsequent amendments

**3.1 Person(s) responsible for the Financial Documentation concerning the programme of the Negotiable European Commercial Papers**

Jan Erik Back  
Chief Financial Officer  
Skandinaviska Enskilda Banken  
SE-106 40 Stockholm  
Suède  
Phone: 00 46 8 763 80 00

Peder Hagberg  
Head of Group Treasury  
Skandinaviska Enskilda Banken  
SE-106 40 Stockholm  
Suède  
Phone: 00 46 87 63 80 00

**3.2 Declaration of the person(s) responsible for the Financial Documentation concerning the programme of SEB AB (publ)**

**Statement**

*To our knowledge, the information contained in this Financial Documentation, including the French summary is accurate and there are no omissions likely to make such information misleading.*

**SKANDINAVISKA ENSKILDA BANKEN AB (PUBL)**

**JAN ERIK BACK, CHIEF FINANCIAL OFFICER**

**PEDER HAGBERG, HEAD OF GROUP TREASURY**

Stockholm, 12 May2017

**3.3 Date, Place of signature, Signature**

Stockholm, 12 May 2017

Jan Erik Back      Peder Hagberg

**Appendice I: Appendices to the information Memorandum (Article D. 213-9, III of the Monetary and Financial Code) to be provided, by priority, under electronic form.**

Annual report 2015:

[http://sebgroup.com/siteassets/investor\\_relations1/annual\\_reports/annual\\_report\\_2015.pdf](http://sebgroup.com/siteassets/investor_relations1/annual_reports/annual_report_2015.pdf)

Annual report 2016

[https://sebgroup.com/siteassets/investor\\_relations1/interim\\_reports/2016\\_q4\\_interim-.pdf](https://sebgroup.com/siteassets/investor_relations1/interim_reports/2016_q4_interim-.pdf)