

TRANSLATION

## Extraordinary General Meeting of Swedbank AB

The shareholders of Swedbank AB, corporate identification no. 502017-7753, are hereby notified of an Extraordinary General Meeting (EGM) on Monday 15 February 2021.

Due to the ongoing pandemic, the Board of Directors has decided that the EGM should be executed without physical presence of shareholders, proxies or external participants and that voting may only be done by post prior to the EGM.

Information about the decisions by the EGM will be disclosed on 15 February 2021, as soon as the outcome of the postal voting has been compiled.

### Notification, etc.

Shareholders who wish to participate in the EGM must be recorded in the share register maintained by Euroclear Sweden AB ("Euroclear", the Swedish Central Securities Depository) as of 5 February 2021 (the "Record Date"), and must give notice of their attendance by submitting a postal vote in accordance with the instructions set out under the heading "Postal voting" below in such manner that the postal vote has been received by Euroclear Sweden AB on 12 February 2021, at the latest.

Please note that notification to the EGM can only be made through postal voting.

### Nominee-registered shares

Shareholders whose shares are nominee-registered through a bank or through another authorised depository, e.g., whose shares are in a custody account, must – in addition to giving notice by submitting a postal vote – request that the shares be temporarily re-registered in their own name in such manner that the shareholder is registered in the share register kept by Euroclear as of the Record Date on 5 February 2021. Such re-registration may be temporary (so-called voting rights registration). Shareholders who wish to register their shares in their own names must, in accordance with the respective nominee's routines, request that the nominee make such registration in such time in advance decided by the nominee. Voting rights registration that have been requested by the shareholder at such time that the registration has been completed by the nominee no later than 9 February 2021 will be taken into account in the preparation of the share register.

### Postal voting

As mentioned above, the Board of Directors has decided that shareholders should only be allowed to exercise their voting rights through postal voting in accordance with Section 22 of Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations. A special form should be used for the postal voting. The postal voting form is available on Swedbank AB's webpage [www.swedbank.com/EGM](http://www.swedbank.com/EGM).

A completed and signed postal voting form can be submitted by post to Swedbank AB, "EGM", c/o Euroclear Sweden AB, Box 191, 101 23 Stockholm or by e-mail to [GeneralMeetingService@euroclear.com](mailto:GeneralMeetingService@euroclear.com). A completed form must be received by Euroclear on 12 February 2021, at the latest. Shareholders who are natural persons may also, on or before 12 February 2021, cast their votes electronically through verification with BankID via Euroclear Sweden AB's website <https://anmalan.vpc.se/EuroclearProxy>.

The shareholder may not provide any other instructions than marking the response alternatives in the postal voting form. If the shareholder has included special instructions or conditions, or supplemented or amended the pre-printed text, the postal vote will be invalidated. Further instructions and terms are set out in the postal voting form and on <https://anmalan.vpc.se/EuroclearProxy>.

### Proxies, etc.

If a shareholder submits its postal vote by proxy, a written and dated power of attorney signed by the shareholder must be attached to the postal voting form. Power of attorney forms are available on the bank's website at [www.swedbank.com/EGM](http://www.swedbank.com/EGM). If the shareholder is a legal entity, a registration certificate or another authorisation document must be attached to the form.

### Personal data

Personal data obtained from the share register, notices of attendance at the EGM and information on proxies and advisors will be used for registration, preparation of the voting list for the EGM and, where applicable, the minutes of the EGM.

For information about how your personal data is processed, please refer to the Privacy Policy available on Euroclear's website <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

### Proposed agenda

1. Opening of the meeting
2. Election of meeting chair
3. Election of two persons to verify the minutes
4. Preparation and approval of the voting list
5. Approval of the agenda
6. Decision whether the meeting has been duly convened
7. Decision on dividend and record date
8. Closing of the meeting

### Proposals

#### Item 2; Election of the meeting chair

The Board of Directors proposes Wilhelm Lünig, member of the Swedish Bar Association, as chairman of the EGM or, in the event he is prevented from participating, the person appointed by the Board of Directors.

#### Item 3; Election of two persons to verify the minutes

The Board of Directors proposes Ramsay Brufer (Alecta), and Anders Oscarsson (AMF), or, if one or both of them are prevented from participating, the person(s) designated by the Board of Directors, are proposed as persons to verify the minutes. Also, such assignment includes verifying the voting list and that received postal votes are correctly reflected in the minutes.

#### Item 4; Preparation and approval of the voting list

The voting list that is proposed to be approved is the voting list prepared by Euroclear on behalf of the company, based on the general meeting share register and received postal votes.

#### Item 7; Decision on dividend and record date

Due to the prevailing circumstances caused by the Covid-19 pandemic, the Board of Directors decided to propose that a decision on dividend should not be made at the AGM on 28 May 2020 and that the total amount that was available for distribution should be carried forward. The AGM decided in accordance with the Board of Directors' proposal. At the same time, the Board of Directors informed its intention to, when the effects of the Covid-19 pandemic could be better determined and if the conditions are appropriate, convene an EGM at which the shareholders would be able to decide on dividend.

On 18 December 2020, the Swedish Financial Supervisory Authority (the "SFSA") stated that it, in light of the economic uncertainty caused by the ongoing Covid-19 pandemic, expects that, *inter alia*,

banks should be restrictive with dividends and share buybacks up until 30 September 2021. Furthermore, the SFSA stated that the total dividends from and buybacks by the banks should, up until such date, therefore not exceed 25 per cent of the aggregate net earnings for the two financial years 2019 and 2020.

After having evaluated the banks financial position, which is considered strong, and the effects that have been caused by the pandemic so far and the SFSA's recommendation, the Board of Directors has decided to propose a dividend for the financial year 2019 of SEK 4.35 per share. 17 February 2021 is proposed as record date for the dividend. With such record date, the dividend is expected to be paid through Euroclear on 22 February 2021.

The Board of Directors' dividend proposal of SEK 4.35 per share corresponds to approximately 25 per cent of the net earnings for the financial year 2019. When the Covid-19 pandemic's consequences can be further overviewed and if the conditions are appropriate, the Board of Directors' intends to propose further dividends relating to the results from the financial year 2019.

As of 31 December 2019, the parent company's unrestricted equity amounted to SEK 62,546 million. At the AGM on 28 May 2020, it was decided that the amount should be carried forward. No decisions on value transfers have been made nor has any changes occurred in the parent company's restricted shareholders' equity after the AGM 2020. Accordingly, in accordance with Chapter 17, Section 3 Paragraph 1 of the Companies Act, the amount available for distribution is SEK 62,546 million.

#### Total number of shares and votes in Swedbank

At the time of issuance of this notice, the total number of shares and votes in Swedbank amounts to 1,132,005,722 out of which 12,013,947 shares are held by the bank itself.

#### Majority requirements

A decision in accordance with the Board of Directors' proposal under item 7 requires that the decision is approved by shareholders representing more than half of the votes cast.

#### Complete proposals etc.

The Board of Directors' complete proposal is set out above. The bank's annual report and audit report for the financial year 2019, the Board of Directors' statement and report according to Chapter 18, Sections 4 and 6 of the Swedish Companies Act and the auditor's statement according to Chapter 18, Section 6 of the Companies Act are available at Swedbank, the Board Secretary, Landsvägen 40, Sundbyberg and on the bank's website <http://www.swedbank.com/EGM>. The documents will be sent to shareholders who so request and provide their postal address.

The documents are presented by being made available at the bank and on the bank's website.

After the EGM, the general meeting share register will be available at Swedbank, the Board Secretary, Landsvägen 40, Sundbyberg.

#### Information in connection with the EGM

The Board of Directors and the CEO shall, if a shareholder so requests and the Board of Directors considers that such may take place without material damage to the bank and without any appreciable inconvenience to any person, provide information regarding any circumstances that may affect the assessment of a matter on the agenda. Written requests to receive such information should be received by the bank ten days before the EGM, *i.e.*, on 5 February 2021, at the latest, and can be sent to Swedbank AB (publ), the Board Secretary, 105 34 Stockholm or by e-mail to [boardoffice@swedbank.com](mailto:boardoffice@swedbank.com). Requested information will be made available on the bank's website [www.swedbank.com/EGM](http://www.swedbank.com/EGM) and at the bank's main office on Landsvägen 40 in Sundbyberg on 10 February 2021, at the latest. The information will also be sent to the shareholder that requested it and provides its address.

### Media

After the EGM, representatives from media are welcome to a press conference with Swedbank's chairman and CEO.

Welcome to submit a notice of attendance for the press conference to Swedbank's Head of Group Press Office Unni Jerndal, tel: +46 73 092 11 80 or e-mail: [unni.jerndal@swedbank.com](mailto:unni.jerndal@swedbank.com).

In order to participate at the press conference, a notification of attendance and press credentials (or similar) is required.

Stockholm in January 2021

Swedbank AB (publ)

The Board of Directors