

SBAB!

SBAB BANK AB (publ)

(Incorporated with limited liability in the Kingdom of Sweden)

€13,000,000,000

Euro Medium Term Note Programme

This Supplement (the “*Supplement*”) constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the “*FSMA*”) and is prepared in connection with the Euro Medium Term Note Programme (the “*Programme*”) established by SBAB Bank AB (publ) (the “*Issuer*”). This Supplement is supplemental to, and should be read in conjunction with, the Offering Circular (the “*Offering Circular*”) relating to the Programme dated 5th November, 2013, as previously supplemented by a Supplementary Offering Circular dated 20th January, 2014 (the “*First Supplement*”), which together comprise a base prospectus for the purposes of Article 5.4 of Directive 2003/71/EC as amended (which includes the amendments made by Directive 2010/73/EU to the extent that such amendments have been implemented in a relevant Member State of the European Economic Area) (the “*Prospectus Directive*”). Terms defined in the Offering Circular have the same meaning when used in this Supplement.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge and belief of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Purpose of this Supplement

The purpose of this Supplement is (a) to incorporate by reference a document of the Issuer entitled 'Year-end Report 1 January – 31 December 2013' (the “*2013 Year-end Report*”), including its unaudited financial information for the financial year ended 31st December 2013 and (b) to include a new “Significant or Material Change” statement.

Issuer's Results for Year-end 2013

On 7th February, 2014, the Issuer published its 2013 Year-end Report, including its unaudited preliminary financial results for the financial year ended 31st December 2013. A copy of the 2013 Year-end Report has been filed with the Financial Conduct Authority and, by virtue of this Supplement, the 2013 Year-end Report is incorporated in, and forms part of, the Offering Circular. Copies of this Supplement, the Offering Circular and any documents which are incorporated by reference in the Offering Circular can be obtained, upon request and free of charge, from the registered office of the Issuer and from the specified offices of the Paying Agents for the time being in London and Luxembourg. In addition, this Supplement, the Offering Circular and the documents incorporated by reference in the Offering Circular are also available for viewing on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

In accordance with guidance from the European Securities and Markets Authority, the unaudited preliminary financial results set out in the 2013 Year-end Report constitute a profit estimate for the purposes of the EU Prospectus Regulation (Commission Regulation 809/2004) (as amended). The Issuer confirms that such profit estimate has been properly prepared in accordance with IAS 34 and the Annual Accounts Act for Credit Institutions and Securities Companies and that such accounting is consistent with the accounting policies of the Issuer.

Significant or Material Change

There has been no significant change in the financial position of the Issuer or the SBAB Group since 31st December, 2013 and there has been no material adverse change in the prospects of the Issuer or the SBAB Group since 31st December, 2012.

General Information

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Offering Circular by this Supplement and (b) any other statement in, or incorporated by reference into, the Offering Circular, the statements in (a) above will prevail.

To the extent that any document or information incorporated by reference itself incorporates any information by reference, either expressly or impliedly, such information will not form part of this Supplement for the purposes of the Prospectus Directive, except where such information or documents are stated within this Supplement as specifically being incorporated by reference or where this Supplement is specifically defined as including such information.

Save as disclosed in this Supplement and the First Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Offering Circular since the publication of the Offering Circular.