

**MIFID II product governance/Professional investors and ECPs only target market** – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (a) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, **MiFID II**); and (b) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

**Final Terms dated 5 February 2019**

**VASAKRONAN AB (PUBL)**  
**Legal Entity Identifier (LEI): 5493007LNZSEWN5KTV42**  
**Issue of NOK 200,000,000 Fixed Rate Notes due 7 February 2029**

**under the EUR6,000,000,000**

**Euro 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 (the **Conditions**) set forth in the Base Prospectus dated 18 October 2018 and the supplemental Base Prospectus dated 10 December 2018 which together constitute a base prospectus (the **Base Prospectus**) for the purposes of 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. 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 Base Prospectus. The Base Prospectus has been published on the websites of The Irish Stock Exchange plc trading as Euronext Dublin (**Euronext Dublin**) ([www.ise.ie](http://www.ise.ie)) and the Issuer (<https://en.vasakronan.se>).

1.	Issuer	Vasakronan AB (publ)
2.	(a) Series Number:	11
	(b) Tranche Number:	1
3.	Specified Currency or Currencies:	Norwegian Kroner (“NOK”)
4.	Aggregate Nominal Amount:	
	(a) Series:	NOK 200,000,000
	(b) Tranche:	NOK 200,000,000
5.	Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
6.	(a) Specified Denominations:	NOK 1,000,000
	(b) Calculation Amount:	NOK 1,000,000

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|-----|---|---|
| 7.  | (a) Issue Date:   | 7 February 2019   |
|     | (b) Interest Commencement Date:                         | Issue Date  |
| 8.  | Maturity Date:  | 7 February 2029   |
| 9.  | Interest Basis:   | 3.020 per cent. Fixed Rate<br><br>(see paragraph 14 below)  |
| 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 or Redemption/Payment Basis:         | Not Applicable  |
| 12. | Put/Call Options:                                       | Change of Control Put<br><br>(see paragraph 19 below)   |
| 13. | (a) Status of the Notes:                                | Senior  |
|     | (b) Date Board approval for issuance of Notes obtained: | Not Applicable  |

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

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|-----|--------------------------------------|---|
| 14. | <b>Fixed Rate Note Provisions</b>    | Applicable  |
|     | (a) Rate of Interest:                | 3.020 per cent. per annum payable in arrear on each Interest Payment Date |
|     | (b) Interest Payment Date(s):        | 7 February in each year up to and including the Maturity Date             |
|     | (c) Fixed Coupon Amount(s):          | NOK 30,200 per Calculation Amount   |
|     | (d) Broken Amount(s):                | Not Applicable  |
|     | (e) Day Count Fraction:              | 30/360  |
|     | (f) Determination Date:              | Not Applicable  |
| 15. | <b>Floating Rate Note Provisions</b> | Not Applicable  |
| 16. | <b>Zero Coupon Note Provisions</b>   | Not Applicable  |

**PROVISIONS RELATING TO REDEMPTION**

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|-----|--------------------|----------------|
| 17. | <b>Call Option</b> | Not Applicable |
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|-----|---|--------------------------------------|
| 18. | <b>Put Option</b>   | Not Applicable                       |
| 19. | <b>Change of Control Put Option</b>   | Applicable                           |
| 20. | <b>Early Termination Amount</b>   | NOK 1,000,000 per Calculation Amount |
|     | Early Termination Amount(s) per Calculation Amount payable on redemption on event of default or other early redemption: |                                      |
| 21. | <b>Final Redemption Amount of each Note</b>   | NOK 1,000,000 per Calculation Amount |
| 22. | <b>Early Redemption Amount</b>  | NOK 1,000,000 per Calculation Amount |
|     | Early Redemption Amount(s) per Calculation Amount payable on redemption on event of default or other early redemption:  |                                      |
| 23. | <b>Early Redemption Amount (Tax)</b>  | NOK 1,000,000 per Calculation Amount |
|     | Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons:                           |                                      |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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| 24. | <b>Form of Notes:</b>  | VPS Notes:<br><br>VPS Notes issued in uncertificated and dematerialised book entry form. See further item 6 of Part B below. |
| 25. | <b>New Global Note:</b>  | No   |
| 26. | <b>Additional Financial Centre(s)</b>  | Not Applicable   |
| 27. | <b>Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):</b> | No   |

Signed on behalf of **Vasakronan AB (publ)**:

By: .....  
*Duly authorised*

By: .....  
*Duly authorised*

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (a) Admission to Trading: Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to the official list and to trading on the regulated market of the Oslo Stock Exchange with effect from or about the Issue Date.
- (b) Estimate of total expenses related to admission to trading: NOK 107 150

### 2. RATINGS

The Notes to be issued will be unrated

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

- (a) Reasons for the offer: See "Use of Proceeds" wording in Base Prospectus.
- (b) Estimated proceeds: Not Applicable
- (c) Estimated total expenses: Not Applicable

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

Indication of yield: 3.020 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.

### 6. OPERATIONAL INFORMATION

- (a) ISIN: NO0010842792
- (b) Common Code: Not Applicable
- (c) FISN: VASAKRONAN AB/3.02 BD 20290207
- (d) CFI Code: DBFUFR
- (e) Any clearing system(s) other than Euroclear or Clearstream, Luxembourg: Verdipapirsentralen ASA

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| (f) | Delivery:   | Delivery against payment   |
| (g) | Names and addresses of additional Paying Agent(s) (if any) or, in the case of VPS Notes, the VPS Agent and the VPS Trustee: | Not Applicable   |
| (h) | 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. |
| (i) | Relevant Benchmarks:  | Not Applicable   |

## **7. DISTRIBUTION**

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|------|---|-----------------------------|
| (a)  | Method of Distribution:                       | Non-syndicated              |
| (b)  | If syndicated:                                |                             |
| (i)  | Names of Dealers                              | Not Applicable              |
| (ii) | Stabilisation Manager(s), if any:             | Not Applicable              |
| (c)  | If non-syndicated, name of Dealer:            | Nordea Bank Abp             |
| (d)  | U.S. Selling Restrictions:                    | Reg S Compliance Category 2 |
| (e)  | Prohibition of Sales to EEA Retail Investors: | Not Applicable              |
| (f)  | Prohibition of Sales to Belgian Consumers:    | Applicable                  |