

FORM OF FINAL TERMS

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (EEA). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, **MiFID II**); (ii) a customer within the meaning of Directive (EU) 2016/97 (the **EU Insurance Distribution Directive**), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the EU Prospectus Regulation. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the **EU PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (UK). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**); (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the Financial Services and Markets Act 2000 (the **FSMA**) to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the **UK PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

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 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 4 November 2022

VASAKRONAN AB (PUBL)

Legal Entity Identifier (LEI): 5493007LNZSEWN5KTV42

Issue of SEK 750,000,000 Fixed Rate Green Notes due 9 November 2026

**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 26 April 2022 which constitute a base prospectus (the **Base Prospectus**) for the purposes of the EU Prospectus Regulation. This document constitutes the Final Terms of the Notes

described herein for the purposes of the EU Prospectus Regulation and must be read in conjunction with 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.euronext.com) and the Issuer (<https://vasakronan.se/in-english/>).

The expression **EU Prospectus Regulation** means Regulation (EU) 2017/1129.

1.	Issuer	Vasakronan AB (publ)
2.	(a) Series Number:	106 GB
	(b) Tranche Number:	1
	(c) Date on which the Notes become fungible:	Not Applicable
3.	Specified Currency or Currencies:	Swedish Kronor (“ SEK ”)
4.	Aggregate Nominal Amount:	SEK 750,000,000
	(a) Series:	SEK 750,000,000
	(b) Tranche:	SEK 750,000,000
5.	Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
6.	(a) Specified Denominations:	SEK 2,000,000 and integral multiples of SEK 1,000,000 in excess thereof
	(b) Calculation Amount:	SEK 1,000,000
7.	(a) Issue Date:	9 November 2022
	(b) Interest Commencement Date:	Issue Date
8.	Maturity Date:	9 November 2026
9.	Interest Basis:	4.460 per cent. Fixed Rate
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 (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

14. **Fixed Rate Note Provisions** Applicable
- (a) Rate of Interest: 4.460 per cent. per annum payable in arrear on each Interest Payment Date
- (b) Interest Payment Date(s): 9 November in each year, commencing 9 November 2023 up to and including the Maturity Date
- (c) Fixed Coupon Amount[(s)]: SEK 44,600 per Calculation Amount
- (d) Broken Amount(s): Not Applicable
- (e) Day Count Fraction: 30/360
- (f) Determination Date: Not Applicable
15. **Floating Rate Note Provisions** Not Applicable
16. **Zero Coupon Note Provisions** Not Applicable

PROVISIONS RELATING TO REDEMPTION

17. **Call Option** Not Applicable
18. **Put Option** Not Applicable
19. **Change of Control Put Option** Applicable
20. **Clean-up Call Option:** Not Applicable
21. **Early Termination Amount** SEK 1,000,000 per Calculation Amount
- Early Termination Amount(s) per Calculation Amount payable on redemption on event of default or other early redemption:
22. **Final Redemption Amount of each Note** SEK 1,000,000 per Calculation Amount
23. **Early Redemption Amount** SEK 1,000,000 per Calculation Amount
- Early Redemption Amount(s) per Calculation Amount payable on redemption on event of default or other early redemption:
24. **Early Redemption Amount (Tax)** SEK 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

- | | | |
|-----|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 25. | Form of Notes: | Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note |
| 26. | New Global Note / New Safekeeping Structure: | No |
| 27. | Additional Financial Centre(s) | Not Applicable |
| 28. | Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | No |

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

By:	By:
<i>Duly authorised</i>	<i>Duly authorised</i>

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (a) Admission to Trading: Application has been 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 Euronext Dublin with effect from or about the Issue Date.
- (b) Estimate of total expenses related to admission to trading: EUR 1,000

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: The Notes are intended to be issued as Green Bonds under the Issuer's Green Finance Framework
- (b) Estimated net proceeds: SEK 749,460,000

5. YIELD

Indication of yield: 4.460 per cent.

6. OPERATIONAL INFORMATION

- (a) ISIN: XS2553440566
- (b) Common Code: 255344056
- (c) FISN: VASAKRONAN AB (/4.46EMTN 20261109, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
- (d) CFI Code: DTFNFB, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible

		National Numbering Agency that assigned the ISIN
(e)	Any clearing system(s) other than Euroclear or Clearstream, Luxembourg	Not Applicable
(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 Benchmark:	Not Applicable

7. DISTRIBUTION

(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:	Swedbank AB (publ)
(d)	U.S. Selling Restrictions:	Reg S Compliance Category 2 TEFRA D
(e)	Prohibition of Sales to EEA Retail Investors:	Applicable
(f)	Prohibition of Sales to UK Retail Investors:	Applicable
(g)	Prohibition of Sales to Belgian Consumers:	Applicable

8. PROVISIONS RELATING TO GREEN BONDS

Green Bonds: Yes

Reviewer: A Second Opinion on the Issuer's Finance Framework has been provided by CICERIO (Center for International Climate Research)

Date of third party opinion: 4 September 2018