

The Board of Directors' of Skandinaviska Enskilda Banken AB (publ) proposal at the Annual General Meeting on 24 March 2011 for amendments of the Articles of Association

The Board of Directors' proposes that the second paragraph in Section 8 in the Articles of Association is amended to comply with new requirements in the Swedish Companies Act. In addition, an adjustment to the third and fourth paragraph is proposed, namely that shareholders may give notice of their attendance at the general meeting of shareholders until the end of the day specified in the Bank's notice to attend.

Current wording

Proposed wording

<p>Section 8 Each notice convening a General Meeting of Shareholders or an Extraordinary General Meeting of Shareholders at which an amendment of the Articles of Association will be considered shall be published at the earliest six weeks and at the latest four weeks prior to the Meeting to which the notice relates. Each notice convening any other Extraordinary General Meeting shall be published at the earliest six weeks and at the latest two weeks prior to the Meeting to which the notice relates.</p>	<p>Section 8 Each notice convening a General Meeting of Shareholders or an Extraordinary General Meeting of Shareholders at which an amendment of the Articles of Association will be considered shall be published at the earliest six weeks and at the latest four weeks prior to the Meeting to which the notice relates. Each notice convening any other Extraordinary General Meeting shall be published at the earliest six weeks and at the latest <u>three</u> two weeks prior to the Meeting to which the notice relates.</p>
<p>In order to be entitled to participate in a General Meeting of Shareholders, Shareholders must be recorded in the printout or other form of the full Shareholders' register made five weekdays prior to the General Meeting, and must give notice to the Bank of their intention to participate in such General Meeting, stating the number of assistants that will participate, not later than 1 p.m. on the day indicated in the notice convening the Meeting. This day must not be a Sunday, any other public holiday, a Saturday, Midsummer's Eve, Christmas Eve nor New Year's Eve, and must not fall earlier than on the fifth weekday prior to the Meeting.</p>	<p>In order to be entitled to participate in a General Meeting of Shareholders, Shareholders must be recorded in the printout or other form of the full Shareholders' register made five weekdays prior to the General Meeting, and must give notice to the Bank of their intention to participate in such General Meeting, stating the number of assistants that will participate, not later than 1 p.m. on the day indicated in the notice convening the Meeting. This day must not be a Sunday, any other public holiday, a Saturday, Midsummer's Eve, Christmas Eve nor New Year's Eve, and must not fall earlier than on the fifth weekday prior to the Meeting.</p>
<p>Shareholders may bring no more than two assistants to a General Meeting of Shareholders, however only if the shareholder gives notice to the Bank of the number of assistants that will participate, not later than 1:00 p.m. on the day for</p>	<p>Shareholders may bring no more than two assistants to a General Meeting of Shareholders, however only if the shareholder gives notice to the Bank of the number of assistants that will participate, not later than 1:00 p.m. on the day for</p>



notification indicated in the notice convening the Meeting.	notification indicated in the notice convening the Meeting.
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For a resolution to be passed at the Annual General Meeting in accordance with the Board's proposal, it is required that it is supported by shareholders representing at least 2/3 of both the votes cast and of the shares represented at the Meeting.

Stockholm, February 2011

Skandinaviska Enskilda Banken AB (publ)

THE BOARD OF DIRECTORS