

Shareholders of Svenska Handelsbanken AB (publ)

are hereby given notice to attend the Annual General Meeting at the Grand Hôtel Vinterträdgård, Royal entrance, Stallgatan 4, Stockholm, at 10 a.m. on Thursday, 29 April 2010.

Notice of attendance, etc.

Shareholders wishing to attend the meeting must: and be entered in the register of shareholders kept by Euroclear Sweden AB on or before Friday, 23 April 2010, and give notice of their attendance at the latest by 3 p.m. on Friday, 23 April 2010. Notice is to be sent by letter to the Board Office, Handelsbanken, SE-106 70 Stockholm, or be given by telephone on +46 8 701 1984, or online at www.handelsbanken.se/ireng.

Personal data obtained from the Euroclear Sweden AB register of shareholders will be used for the registration and to draw up the voting list for the annual general meeting (AGM).

Shareholders who have appointed representatives must issue a written, dated power of attorney for the representative. The power of attorney applies for a maximum of one year from the time it was issued. Powers of attorney may be obtained from the Bank by telephone (+46 8 701 1984), and are also available from the Bank's website. The original version of the power of attorney must be sent to the Bank at the above address well before the AGM. Representatives of legal entities must also send an authenticated copy of the company's registration certificate or similar documentation of authority. Note that shareholders who have appointed a representative must also give notice of attendance to the Bank in accordance with the above instructions, and be registered in the Euroclear register of shareholders by 23 April 2010.

Shareholders or representatives may be accompanied by no more than two advisers. Shareholders are only allowed to bring advisers to the AGM if the shareholder submits to the Bank the number of advisers in the same way as stated above for giving notice of the shareholder's attendance.

Nominee-registered shares

To be able to participate in the AGM, any shareholders whose shares are nominee-registered (in a custody account) via a bank or other fund manager must temporarily re-register the shares in his/her own name in the Euroclear register of shareholders. Shareholders must notify the nominee about this well before 23 April 2010, when this entry must have been effected.

Personal entrance cards

Notices of attendance received in time will be confirmed by the Bank sending a personal entrance card, which must be shown at the entrance to the meeting venue.

Items

1. Opening of the Meeting.
2. Election of the chairman of the Meeting.
3. Establishment and approval of the list of voters.
4. Approval of the agenda.
5. Election of persons to countersign the minutes.
6. Determining whether the Meeting has been duly called.
7. Presentation of the annual accounts and auditors' report and the consolidated annual accounts and the auditors' report for the group, for 2009. In connection with this:
 - a presentation of the past year's work by the board and its committees
 - a speech by the group chief executive, and any questions from shareholders to the board and senior management of the Bank
 - a presentation of audit work during 2009
8. Resolutions concerning adoption of the income statement and the balance sheet, as well as the consolidated income statement and consolidated balance sheet.
9. Resolution on the allocation of the Bank's profits in accordance with the adopted balance sheet and also concerning the record day.
10. Resolution on release from liability for the members of the board and the group chief executive for the period referred to in the financial reports.

11. Authorisation for the board to resolve on acquisition and divestment of shares in the Bank.
12. Acquisition of shares in the Bank for the Bank's trading book pursuant to Chapter 7, Section 6 of the Swedish Securities Market Act.
13. Determining the number of members of the board to be appointed by the Meeting.
14. Determining fees for board members and auditors.
15. Election of the board members and the chairman of the board.
16. The board's proposal regarding guidelines for remuneration to senior management.
17. The Board's proposal concerning appointment of auditors in foundations and their associated management.
18. Decision on how the nomination committee is to be appointed.
19. A shareholder's proposal that the annual general meeting resolve that SEK 2 million be allocated to a fund/foundation which would aim to prevent crimes of violence and to prevent errors or negligence in the exercising of public authority at municipal level.
20. Closing of the Meeting.

Nomination committee

The nomination committee has consisted of Mr Carl-Olof By, Industrivärden, chairman, Mr Henrik Forssén, the Oktogonen Foundation, Mr Bo Selling, Alecta, Mr Lars Öhrstedt, AFA Försäkring, and Mr Hans Larsson, chairman of the board of Handelsbanken. A presentation of the work of the nomination committee can be found on the Bank's website, www.handelsbanken.se/ireng.

Proposal for a resolution under item 2

The nomination committee proposes that Mr Sven Unger should be chairman of the AGM.

Item 9. Dividend and record day

The board proposes a dividend of SEK 8 per share, and that Tuesday, 4 May be the record day for the receiving of dividends. If the meeting resolves in accordance with the proposal, Euroclear expects to distribute the dividend on Friday, 7 May 2010.

Items 11-12. Acquisition and divestment of the Bank's own shares

The Board proposes that it be authorised, during the period until the AGM in 2011, to resolve on the acquisition of a maximum of 40 million Class A and/or B shares and divestment of all the Bank's own Class A and/or B shares with the right to deviate from the shareholders' preferential rights. The board notes that the earning capacity of the Bank remains good and that a stable capital situation can be foreseen. Due to the continuing growth in volumes, a strengthened capital situation may arise. Hence a new authorisation by the meeting for the board to resolve on the acquisition of its own shares is justified, in order to adjust the Bank's capital structure and increase earnings per share over time. The board also notes that if the Bank were to acquire a company or operations, such transaction would be facilitated if its own repurchased shares were available to finance the acquisition. The board also proposes that the Bank, in order to facilitate its securities operations, shall have the right to acquire its own class A and/or class B shares for the Bank's trading book during the period until the AGM in 2011 pursuant to Chapter 7, Section 6 of the Swedish Securities Market Act (2007:528), on condition that its own shares in the trading book shall not at any time exceed two per cent of all shares in the Bank. The aggregated holding of own shares must at no time exceed ten percent of the total number of shares in the Bank.

Item 13. Determining the number of members of the board to be appointed by the Meeting

The nomination committee proposes that the AGM resolve that the board comprise an unchanged number (12) of members.

Item 14. Determining fees for board members and auditors

The nomination committee proposes fees as follows: SEK 2,350,000 to the chairman, SEK 675,000 to each of the two vice chairmen, and SEK 450,000 to each of the remaining members. For committee work, the following fees are proposed: SEK 250,000 to each member of the credit committee, SEK 100,000 to each member of the remuneration committee, SEK 175,000 to the chairman of the audit committee, and SEK 125,000 to the remaining members of the audit committee. In all cases, the proposed amounts are unchanged from the resolutions of the AGM in 2008 and 2009. The nomination committee proposes that the meeting resolve on remuneration to be paid to the auditors on approved account.

Item 15. Election of the board members and the chairman of the board

The nomination committee proposes that the AGM re-elect all board members. The nomination committee also proposes that the current chairman of the board, Mr Hans Larsson, be re-elected as chairman. More details on the proposed members of the board may be found on the Bank's website.

Item 16. The board's proposal concerning guidelines for remuneration to senior management

The board proposes that substantially the same guidelines for remuneration for senior management that were adopted by the AGM in 2009 be adopted by the AGM in 2010 for the period until the end of the AGM in 2011.

Item 18. Nomination committee

The nomination committee proposes that the meeting resolve on the forms for appointing a nomination committee on terms which are unchanged from the previous year, and that the resolution shall apply until further notice.

Item 19. Shareholder's proposal regarding allocations

The board proposes that this proposal be rejected.

Complete proposals, etc.

The annual report documents, the audit report, and the complete proposals of the board regarding items 9, 11, 12, 16 and 17 with accompanying comments, as well as the nomination committee's complete proposals for resolutions and shareholder Tommy Jonasson's proposal, are available from the Bank at the Board Office, Handelsbanken, Kungsträdgårdsgatan 2, SE-106 70 Stockholm, starting from today; they will be sent free of charge to shareholders who request this, and provide their postal address. These documents will also be available on the Bank's website, www.handelsbanken.se/ireng.

Starting in the week beginning 5 April, the annual report for 2009 will be distributed to shareholders who have ordered it. New orders for the annual report can be made via the Bank's website. The annual report is also available on the Bank's website.

Majority requirement

Approval of the board's proposals under items 11-12 requires assent by shareholders representing at least two-thirds of both the votes returned and of the shares represented at the meeting.

Number of shares and votes in the Bank
When this notice to attend was issued, there were 611,719,019 class A shares in the Bank, representing the same number of votes, plus 11,750,443 class B shares, representing 1,175,044.3 votes.

Stockholm, March 2010
Svenska Handelsbanken AB (publ)

THE BOARD