

## AGENDA

Annual General Meeting of Svenska Handelsbanken 29 March 2017

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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 two persons to countersign the minutes
6. Determining whether the meeting has been duly called
7. A presentation of the annual accounts and auditors' report, as well as the consolidated annual accounts and the auditors' report for the Group, for 2016. 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
  - a presentation of audit work during 2016
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. The Board's proposal for authorisation for the Board to resolve on acquisition and divestment of shares in the Bank
12. The Board's proposal for 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. The Board's proposal regarding authorisation for the Board to resolve on issuance of convertibles
14. Determining the number of members of the Board to be appointed by the meeting
15. Determining the number of auditors to be appointed by the meeting
16. Deciding fees for Board members and auditors
17. Election of the Board members
  - i. Karin Apelman (re-election, proposed by the nomination committee)
  - ii. Jon Fredrik Baksaas (re-election, proposed by the nomination committee)
  - iii. Pär Boman (re-election, proposed by the nomination committee)
  - iv. Kerstin Hessius (re-election, proposed by the nomination committee)
  - v. Ole Johansson (re-election, proposed by the nomination committee)
  - vi. Lise Kaae (re-election, proposed by the nomination committee)
  - vii. Fredrik Lundberg (re-election, proposed by the nomination committee)
  - viii. Bente Rathe (re-election, proposed by the nomination committee)
  - ix. Charlotte Skog (re-election, proposed by the nomination committee)
  - x. Anders Bouvin (new election, proposed by the nomination committee)
  - xi. Jan-Erik Höög (new election, proposed by the nomination committee)
18. Election of the Chairman of the Board
19. Election of auditors
20. The Board's proposal concerning guidelines for remuneration to executive officers
21. The Board's proposal concerning the appointment of auditors in foundations without own management

22. Proposal from shareholder Mr Thorwald Arvidsson that the AGM should resolve to:
- i. adopt a vision on absolute equality between men and women on all levels within the company,
  - ii. instruct the company's Board to appoint a working group in order to eventually implement the vision, and to carefully monitor progress in the fields of gender equality and ethnicity,
  - iii. submit an annual written report to the annual general meeting; it is proposed that the report should be included in the printed annual report,
  - iv. assign to the Board the task of taking the requisite action to form a shareholders' association for the company,
  - v. Board members should not be allowed to invoice their Board remuneration through Swedish or non-Swedish legal entities,
  - vi. in performing its assignment, the nomination committee should specifically consider matters relating to ethical standards, gender and ethnicity,
  - vii. assign the Board the task of drawing up a proposal concerning small and medium sized shareholders' right to representation on the Board and the nomination committee, to be submitted for a resolution at the 2017 Annual General Meeting (or any extraordinary general meeting which takes place before this),
  - viii. with reference to point v) above, to assign the Board to address the relevant authority – primarily the Swedish government or the Swedish Tax Agency – in order to achieve changed regulations in this area,
  - ix. assign the Board to order an in-depth investigation of the consequences of abolishing the different levels of voting rights within Handelsbanken, resulting in a proposal for action to be submitted for a resolution at the 2017 Annual General Meeting (or an extraordinary general meeting which takes place before this),
  - x. assign the Board to contact the Swedish government and alert it to the desirability of abolishing the possibility of having different voting rights for shares in Swedish limited liability companies by changing the law in the area in question, and
  - xi. assign the Board to alert the Swedish government of the need for comprehensive national regulation in the area referred to in item 23 below, i.e. the implementation of a quarantine period for politicians

23. Proposal from shareholder Mr Thorwald Arvidsson concerning changes to the Articles of Association

24. Closing of the meeting