

This document is a translation of the Swedish original. In the event of discrepancies, the Swedish original shall prevail.

MINUTES of the annual general meeting of Svenska Handelsbanken AB (publ), held in Stockholm on 24 March 2021

Item 1

The meeting was declared open by the Chairman of the Board of the Bank, Mr Pär Boman.

Item 2

In accordance with the nomination committee's proposal Mr Sven Unger, lawyer, was elected chairman of the meeting.

It was noted that the Secretary of the Board, Mr Martin Wasteson, had been requested to take the minutes of the meeting.

It was further noted that the meeting had been held in accordance with section 20 and 22 of the Act (2020:198) on temporary exceptions to facilitate the execution of general meetings in companies and other associations, meaning that participation had only been possible by postal voting.

Notice of the meeting is attached as Attachment A.

The postal voting forms that had been used are attached as Attachment B and C.

A report on the aggregate results of the postal votes on each item of the postal voting, comprising the information stated in section 26 of the mentioned Act (2020:198), is attached as Attachment D.

Item 3

In accordance with the nomination committee's proposal, Mr Mats Guldbrand, representing the Lundberg ownergroup (in the absence of Ms Carina Sverin) and Ms Carina Silberg, representing Alecta pensionsförsäkring, ömsesidigt, were appointed to check and countersign the minutes together with chairman.

Item 4

The list of voters for the meeting in Attachment E was approved.

Item 5

The agenda proposed in the notice of the meeting was approved by the meeting.

Item 6

It was noted on 19 February 2021, a notice to attend the meeting had been published in Post- och Inrikes Tidningar (the official Swedish Gazette), and that, as of 17 February 2021, the notice had also been posted on the Bank's website. On 19 February 2021 and 22 February 2021, it was also announced in the two Swedish daily newspapers Svenska Dagbladet and Dagens Nyheter that a notice to attend the meeting had been given. It was declared that the meeting had been duly called.

Item 7

It was noted that the annual report and the consolidated accounts as well as the auditors' report and the auditors' report on the consolidated accounts of 2020, Attachment F, had been presented by being available at the Bank's head office and at the Bank's website. It was further noted that the auditors' statement on whether the guidelines adopted by the last annual general meeting had been complied with, Attachment G, had been presented by being available at the Bank's head office and at the Bank's website.

Item 8

The meeting voted to adopt the income statement and balance sheet, and the consolidated income statement and consolidated balance sheet included in the annual report of 2020.

Item 9

In accordance with the Board's proposal the meeting resolved to pay a dividend of 4.10 per share and that the remaining profits should be carried forward to next year.

The meeting resolved that the record day for receiving dividends shall be 26 March, 2021.

Item 10

The meeting approved the Board's report on paid out and outstanding remuneration to executive officers, attachment H.

It was noted that the report had been presented by being available at the Bank's head office and at the Bank's website.

Item 11

The meeting voted to grant the members of the Board who had served during 2020 and the Group Chief Executive discharge from liability for the 2020 financial year. It was noted that

none of the members of the Board or the Group Chief Executive participated in the vote on this resolution concerning him- or herself.

Item 12

The meeting resolved to approve the Board's proposal for authorisation for the Board to resolve on acquisition and divestment of shares in the Bank in accordance with Attachment I. It was noted that the decision was supported by shareholders representing more than two-thirds of the votes cast at the meeting, and also by more than two-thirds of the votes represented at the meeting.

It was noted that the proposal had been accounted for in the notice of the meeting and had been presented by being available at the Bank's head office and at the Bank's website.

Item 13

The meeting resolved to approve the Board's proposal, included in Attachment F, that, during the period until the annual general meeting in 2022, the Bank, in order to facilitate its securities operations, should have the right to acquire its own ordinary class A and/or B shares for the Bank's trading book.

It was noted that the decision was supported by shareholders representing more than two-thirds of the votes cast at the meeting, and also by more than two-thirds of the votes represented at the meeting.

It was noted that the proposal had been accounted for in the notice of the meeting and had been presented by being available at the Bank's head office and at the Bank's website.

Item 14

The meeting resolved to approve the Board's proposal regarding authorisation for the Board until the next annual general meeting to resolve on issuance of convertibles as set out in Attachment I.

It was noted that the decision was supported by shareholders representing more than two-thirds of the votes cast at the meeting, and also by more than two-thirds of the votes represented at the meeting.

It was noted that the proposal had been accounted for in the notice of the meeting and had been presented by being available at the Bank's head office and at the Bank's website.

Item 15

The meeting resolved to approve the Board's proposal for amendments to the articles of association as set out in Attachment I.

It was noted that the decision was supported by shareholders representing more than two-thirds of the votes cast at the meeting, and also by more than two-thirds of the votes represented at the meeting.

It was noted that the proposal had been accounted for in the notice of the meeting and had been presented by being available at the Bank's head office and at the Bank's website.

Item 16

The meeting resolved in accordance with the nomination committee's proposal that the Board shall consist of nine members with no deputy members.

Item 17

The meeting resolved in accordance with the nomination committee's proposal that there shall be two auditors: two registered firms of auditors.

Item 18

The meeting resolved in accordance the nomination committee's proposal that fees to Board members shall be paid as follows.

SEK 3,500,000 to the Chairman, SEK 1,000,000 to the Vice Chairman, and SEK 715,000 to each of the remaining members.

For committee work, the following fees per member: remuneration committee SEK 140,000; credit committee SEK 425,000 to members and SEK 475,000 to the chair of the committee; UK-committee SEK 425,000 to members and 475,000 to the chair of the committee; risk committee SEK 425,000 to members and SEK 525,000 to the chair of the committee; and audit committee SEK 425,000 to members and SEK 525,000 to the chair of the committee. Board members who are employees of the Bank are not to receive a fee.

The meeting further resolved in accordance with the nomination committee's proposal that fees to the auditors shall be paid on approved account.

Item 19

The meeting resolved to appoint the following as Board members until the end of the annual general meeting in 2022:

Mr Jon Fredrik Baksaas

Ms Stina Bergfors

Mr Hans Biörck

Mr Pär Boman

Ms Kerstin Hessius

Mr Fredrik Lundberg

Mr Ulf Riese

Ms Arja Taaveniku

Ms Carina Åkerström

This decision meant the re-election of eight members and the election of one new member, Ms Stina Bergfors.

It was noted that an account of the proposed board members' assignments in other companies had been given in Attachment J, which had been available at the Bank's head office and at the Bank's website.

It was further noted that employee organisations, Finansförbundet and Akademikerföreningen, had appointed employee representatives to the Board, two ordinary, Ms Anna Hjelmberg and Ms Lena Renström, and two deputies, Mr Stefan Henricson and Ms Charlotte Uriz.

Item 20

The meeting resolved in accordance with the nomination committee's proposal to elect Mr Pär Boman as Chairman of the Board.

Item 21

The meeting resolved in accordance with the nomination committee's proposal to re-elect Ernst & Young AB and PricewaterhouseCoopers AB as auditors for the period until the end of the annual general meeting to be held in 2022.

Ernst & Young AB had announced that, if elected, it would appoint Mr Jesper Nilsson (authorised public accountant) as auditor in charge, and PricewaterhouseCoopers AB had announced that, if elected, it would appoint Mr Johan Rippe (authorised public accountant) as auditor in charge.

Item 22

The meeting approved the Board's proposal for amendments to the guidelines for remuneration and other terms of employment for executive officers of the Bank, as stated in Attachment I.

It was noted that the Board's proposal had been presented by being available at the bank's head office and at the Bank's website.

Item 23

The meeting resolved that the registered public accounting firm Ernst & Young AB be appointed as auditor for certain foundations linked to the Bank, in accordance with Attachment I.

Item 24

The chairman declared the meeting closed.

Countersigned

Sven Unger

Mats Guldbrand

Carina Silberg

Minutes recorded by

Martin Wasteson