

AB SEB BANKAS

THE FINAL TERMS NO. 20131015/010

SEB SOUTHERN EUROPE

ISSUED UNDER THE BASE PROSPECTUS OF LTL 1,000,000,000 NON-EQUITY SECURITIES ISSUE PROGRAMME,

2 May 2014 Vilnius

These Final Terms and the LTL 1,000,000,000 non-equity securities issue Programme Base Prospectus, which was approved by the Bank of Lithuania on 15 October, 2013 (approval certificate No. 241-211), Annex to the Base Prospectus, as well as documents incorporated by reference constitute the Prospectus of the issue that was prepared in accordance with the Rules for Drawing up and Approval of a Prospectus of Securities and Information Disclosure approved by the Bank of Lithuania No. 03-44 of 28 February 2013 and in accordance with Commission Regulation No. 809/2004 of 29 April 2004 implementing Directive No. 2003/71/EC of the European Parliament and of the Council as regards information contained in prospectuses as well as the format, incorporation by reference and publication of such prospectuses and dissemination of advertisements and all of its subsequent amendments.

These Final Terms is accompanied by a Summary of the Issue(s).

Prior to taking a decision to acquire any of the securities offered by the Issuer, investors should review all the documents comprising the Base Prospectus.

A paper copy of the Base Prospectus, the Final Terms, and documents incorporated by reference will be provided free of charge to each investor upon request at the Markets Department of AB SEB bankas (J. Balčikonio g. 7, Vilnius, Monday to Thursday 8.00 a.m.–5.00 p.m., Friday 8.00 a.m.–3.45 p.m.) and other branch offices of AB SEB bankas (at the addresses and during the opening hours specified in Annex 2 to the Final Terms). Investors can also review the aforementioned documents by visiting the Bank's website at www.seb.lt. Information, which must be published by the Bank pursuant to legislation, will also be stored in the Central Storage Facility at www.crib.lt.

KEY INFORMATION

1.	Issuer	AB SEB bankas (may also be referred to as the Bank or the Issuer)
2.	Interests of parties related to	There is no interest of natural and legal persons involved in the below
	the issue	described issues.
3.	Reasons of the offer and use of	The Bank issuing non-equity securities seeks to offer for the investors a
	income	wider range of investment instruments and services. Funds accumulated
		from the issues of non-equity securities shall be used to finance the loans of
		the Bank and to manage the liquidity.

INFORMATION ABOUT NON-EQUITY SECURITIES OFFERED

		First issue	Second issue	Third issue
4.	Type of non-equity securities	Reference item linked notes (hereinafter referred to as note (s))		
5.	ISIN	During the preparation of the Final Terms, no ISIN codes are assigned to the		
		issues of the notes. The ISIN code provided for each issue will be specified in		
		the Reference item	linked notes subscription as	greement.
6.	Entity accounting for the non-	AB SEB bankas		
	equity securities			
7.	Currency	LTL	LTL	EUR
8.	Issue maturity term	1,478 days		
9.	Issue date	26 June 2014		
10.	Redemption date	13 July 2018		



11. Basis for the issue of the non-Resolution No. 19.7 dated 28 April 2014 of the Board of AB SEB bankas equity securities

12. Terms of reference item linked notes

12.1. applicable interest 0 percent (not paid)

12.2. reference item The S&P Southern Europe Low Volatility Index (Index Bloomberg code – SPSELVEP).

The S&P Southern Europe Low Volatility Index (hereinafter referred to as Index) measures the performance of the 25 least-volatile, locally listed stocks from Spain, Portugal and Italy. Constituents are weighted relative to the inverse of their corresponding volatility, with the least-volatile stocks receiving the highest weights. More information about the index can be found on www.spdji.com.

Tourid on www.spajr.com

12.3. historical changes in the value Historical value change of the Index can be found on www.spdji.com. of the reference item

12.4. notes redemption price or If the value of the Index increases, the nominal value and the premium for procedure for its calculation the increase will be paid to the investor on the redemption date:

RP = N + P

where:

RP – redemption price;

 $N-nominal\ value\ of\ the\ note;$

P-premium.

If the value of the Index does not change or decreases, only the note nominal value is paid to the investor on the redemption date, i. e. risk premium defined in Item 17.1 of the Final Terms (if applicable) and subscription fee defined in Part 18 of the Final Terms shall not be refunded to investors.

12.5. premium rate or procedure for its calculation

12.5.1. premium paid on notes redemption date:

12.5.1.1. terms of payment of premium

The premium shall be paid for the increase of the value of the Index. The Index value change is calculated by comparing the final value of the Index with the initial value of the Index. If the value of the Index does not change or decreases, no premium is paid.

12.5.1.2. procedure for calculating premium

issue

$$P = N \times Q \times Max(0\%; I_{pn})$$

$$I_{pn} = \frac{I_{pb}}{I_{pr}} - 1$$

where:

P-premium;

 $N-nominal\ value\ of\ the\ note;$

 $Q-participation\ ratio;$

 I_{pn} – change of the value of the Index;

 I_{pr} – initial value of the Index;

 I_{nb} – final value of the Index.

12.5.1.3.	expected value of participation	25%	110%	110%
	ratio			

12.5.1.4. minimum participation ratio 20% 90% 90% value

12.5.1.5. date of announcement of The actual value of participation ratio shall be published on 27 June 2014. actual value of variables of the

12.6. initial value of reference item Initial value of the Index is equal to the Index value on 27 June 2014.



12.7. final value of reference item

Final value of the Index is equal to the arithmetic average of the interim values of the Index, which are estimated on the 26th day of every month, commencing on 26 June 2017 and ending on 26 June 2018, and is calculated following the below formula:

$$I_{pb} = \frac{I_1 + I_2 + I_3 + I_4 + I_5 + I_6 + I_7 + I_8 + I_9 + I_{10} + I_{11} + I_{12} + I_{13}}{13} \text{ where:}$$

I₁-Index value on 26 June 2017

I₂-Index value on 26 July 2017

I₃-Index value on 26 August 2017

I₄- Index value on 26 September 2017

*I*₅– *Index value on 26 October 2017*

I₆ – Index value on 26 November 2017

I₇-- Index value on 26 December 2017

Is-Index value on 26 January 2018

 $I_9-Index\ value\ on\ 26\ February\ 2018$

I₁₀– Index value on 26 March 2018 I₁₁– Index value on 26 April 2018

III- Ituex vuiue on 20 April 2010

I₁₂-Index value on 26 May 2018

 I_{13} –Index value on 26 June 2018

12.8. value of reference item and other related terms

The value of the Index means the official last (closing) value of the *S&P Southern Europe Low Volatility Index* on the particular date.

If the valuation date of the Index (as specified in Items 12.6 and 12.7 of the Final Terms) is a non-business day of any national exchange(s) on which the constituent shares of the Index are traded, the Index value shall be calculated on the nearest following business day.

Business day means any scheduled trading day on which each national exchange and each related exchange are open for trading during their respective regular trading sessions, notwithstanding any such national exchange or related exchange closing prior to its scheduled closing time.

Related exchange is any exchange on which futures contracts and/or options contracts relating to the constituent shares are traded.

12.9. entity that will carry out calculations

AB SEB bankas

TERMS OF THE OFFER

13. Category of investors proposed for acquiring the non-equity securities and rights granted

Investors who are offered notes are divided into 2 categories. Depending on which category an investor is assigned to, different subscription fee shall be set:

- Subscription fee equal to **0.5 percent** of the nominal value of the note shall be applied to investors who on the first day of the subscription period (i. e. 8 May 2014) of the notes, terms of which are set in the Final Terms, shall hold any of the following previously issued non-equity securities that are to be redeemed within the subscription period (i. e. 8 May 2014 25 June 2014) of the notes offered under the Final Terms:
- 1. SEB Vokietijos eksportuotojai (ISIN codes LT0000431249, LT0000431256 and LT1000430223)
- 2. $SEB\ N\ 11\ \mbox{\it šalys}\ 2$ (ISIN codes LT0000431108, LT0000431116 and LT1000430116)
- 3. SEB besivystančių šalių valiutos (ISIN codes LT0000402737, LT0000402745)
- 4. *SEB Rusija ir Vidurio Rytų Europa* 2 (ISIN codes LT0000431264, LT0000431272 and LT1000430363).

Such fee shall be applied only if an investor subscribes for the notes at the addresses and within business hours specified in Annex No. 2 to the Final Terms.

• Subscription fee equal to 1 percent of the nominal value of the note



		shall be applied	d to all other investors.	O I -
14.	Nominal value per non-equity security	LTL 100	LTL 100	EUR 100
15.	Issue size in units	Unlimited		
16.	Total nominal value of the issue	Unlimited		
17.	Subscription price(s) of non- equity security	Subscription prices of th	e notes are specified in Ar	nnex No.1
17.1.	risk premium	LTL 0	LTL 10	EUR 10
17.2.	calculation of subscription price	$SP = (N + R) \times \frac{1}{1 + \frac{Y}{100}}$	× ^d / ₃₆₅	
18.	Subscription fee	Subscription fee equal to	05%; note; he end of subscription period o 0.5 percent of the nomina	al value of the note shall be
		May 2014) of the notes, any of the following predeemed within the suithe notes offered under 1. SEB Vokietijos eksport and LT1000430223) 2. SEB N 11 šalys 2 LT1000430116) 3. SEB besivystančių šalių 4. SEB Rusija ir Vidu LT0000431272 and LT10 Such fee shall be applie addresses and within brems. Subscription fee equal to	terms of which are set in reviously issued non-equiposcription period (i. e. 8 M) the Final Terms: tuotojai (ISIN codes – LTO (ISIN codes – LTO00043) valiutos (ISIN codes – LTO rio Rytų Europa 2 (ISIN 00430363). ed only if an investor subsusiness hours specified in the company of the nominal company.	subscription period (i. e. 8 the Final Terms, shall hold ty securities that are to be flay 2014 – 25 June 2014) of 2000431249, LT0000431256 B1108, LT0000431116 and 2000402737, LT0000402745) If codes – LT0000431264, scribes for the notes at the Annex No. 2 to the Final I value of the note shall be
19.	Subscription period	applied to all other invest 8 May – 25 June 2014	stors.	
20.	Subscription period Information about the possibility to reduce the number of subscribed securities	Not applicable		
21.	Minimum number of non- equity securities offered to one investor	Not defined		
22.	Maximum number of non- equity securities offered to one investor	Not defined		
23.	Venues of finalization of non- equity securities subscription agreements and deadline for payment for the securities	the addresses and with Final Terms. The Reference item link via the Internet Securities	nin business hours specified notes subscription agrees Trading System of the B	reement shall be signed at ed in Annex No. 2 to the ement may be also signed ank. Final Terms shall be valid

Subscription prices specified in Annex No. 1 to the Final Terms shall be valid until 3 p.m. of a particular day. In case an investor subscribes for the notes past 3 p.m., it shall in any case mean that the investor has to pay for the subscribed notes on the following business day (after the day on which the notes were subscribed) at the price that is effective on such day, unless the

investor chooses another payment date.



Investor signing the Reference item linked notes subscription agreement has an opportunity to select a payment date for the notes, if such date is a business day, and the price applicable on the relevant subscription date.

Investor signing the Reference item linked notes subscription agreement has to accumulate in his account indicated in the subscription agreement the amount of funds necessary to pay for the notes. If the date of payment for the notes selected by the investor is later than the date of signing of the Reference item linked notes subscription agreement, the Bank shall limit the investor's right to dispose of the specified amount in the investor's account, which is necessary to pay for the non-equity securities being subscribed.

On the final day of the subscription period (25 June 2014) the Reference item linked notes subscription agreement shall only be signed until 3 p.m.

Information on the notes subscribed by investors shall be provided by the Bank by making entries in the personal securities accounts after the end of the subscription period of the notes.

The Republic of Lithuania

Provided that the issue comes into effect, not later than within 7 (seven) business days after the end of the subscription period of the notes, the report on distribution of the notes will be available on the website of the Central Storage Facility www.crib.lt.

AB SEB bankas, Gedimino pr. 12, Vilnius, tel. 1528, www.seb.lt

There is no parties ensuring the subscription of the total issue of non-equity securities or any portion hereof.

AB bankas *Finasta*, Maironio g. 11 LT-01124 Vilnius, tel. +370 5 203 2233, www.finasta.lt.

24. Procedure for provision of information about non-equity securities assigned to investors

25. Markets where the offer will take place

26. Announcement of the offer results

27. Placement agents

28. Information about parties who assume the firm commitment to underwrite a part of the securities of the issue

29. Protector of interests of owners of the non-equity securities

LISTING ON REGULATED MARKET TRADING LISTS

30. Listing on regulated market trading lists

t Not intended.

31. Entities who undertook the obligation to support secondary trading

No intermediaries assume an obligation to ensure liquidity of non-equity securities in the secondary trading or other regulated markets.

ADDITIONAL INFORMATION

32. Cancellation of the issue(s)

The issues shall be considered failed and cancelled if the actual values of the participation ratios set by the Bank are lower than the minimum participation ratios indicated in part 12.5.1.4. of the Final Terms. The issues may be considered failed and cancelled if the total nominal value of issues is lower than LTL 5,000,000 or if any unpredictable economic, financial or political events, which might prevent success of the notes issues, occur. In case of cancellation of issues:

- the announcement about the cancellation of the issues will be published on 27 June 2014 on the Bank's website www.seb.lt;
- all signed agreements will be considered invalid and no later than within 5 (five) business days after the announcement of cancellation of the issues, the investors will be refunded to the bank account from which the investors' funds were debited or to any other account indicated by the investor:
 - a) LTL 100 for each subscribed note of the first issue;
 - b) LTL 110 for each subscribed note of the second issue;
 - c) EUR 110 for each subscribed note of the third issue;



d) the subscription fee.

The issues may also be considered failed and cancelled if any event related to the risks of change in the calculation method of financial instrument value and \or premium calculation risk occur within the notes subscription period. In such case:

- relevant information will be immediately announced on the Bank's website www.seb.lt;
- all signed agreements will be considered invalid and no later than within 5 (five) business days after the announcement of cancellation of the issues, the investor will be refunded to the bank account from which the investor's funds were debited, or to any other account indicated by the investor:
 - a) the price of the subscribed note effective on such announcement date and
 - b) subscription fee.

Advisors

34.

Third party information

None

The information published on *Bloomberg* and website <u>www.spdji.com</u> was used while preparing the issue documents. The Bank believes that the sources of the above information are reliable; however, it will not independently verify this information. The Bank shall not assume any responsibility for its accuracy, authenticity or completeness.

The S&P Southern Europe Low Volatility Index (SPSELVEP) is calculated and published by S&P and therefore represents its intellectual property. The designation "S&P Southern Europe Low Volatility Index" is a registered trademark of S&P. The index description as well as its rules and composition are online available on www.spdji.com.

S&P does not guarantee the accuracy and/or the completeness of the index or any data included therein and S&P shall have no liability for any errors, omissions, or interruptions therein.

SEB Southern Europe (notes linked to the S&P Southern Europe Low Volatility Index) to be issued under these Final terms are not in any way sponsored, endorsed, sold or promoted by S&P. S&P makes no warranty or representation whatsoever, express or implied, as to results to be obtained by licensee, to owners of the products, or any other person or entity from the use of the index or any data included therein. Without limiting any of the foregoing, in no event shall S&P have any liability for any special, punitive, indirect, or consequential damages (including lost profits), even if notified of the possibility of such damages.

35. Credit ratings

No rating is assigned to these notes. Currently, no rating agency assigns any credit ratings at the Bank's request or with cooperation of the Bank in the rating process.

The Issuer is responsible for the accuracy of the information contained in these Final Terms.

WKŲ DEPAR

Head of Markets Department of AB SEB bankas

Rolandas Sungaila



Issue prices of SEB Southern Europe notes

	otes on start date	Notes subscription end date	Notes issue date	Day calculation method	Number of subscription period days
201 4	1 05 08	2014 06 25	2014 06 26	act/365	49
Date	Day of the week	Prices of the first issue (LTL)	Prices of the second issue (LTL)	Prices of the third issue (EUR)	Number of days until the end of the subscription period
2014 05 08	Thursday	99,9933	109,9926	109,9926	49
2014 05 09	Friday	99,9934	109,9928	109,9928	48
2014 05 12	Monday	99,9938	109,9932	109,9932	45
2014 05 13	Tuesday	99,9940	109,9934	109,9934	44
2014 05 14	Wednesday	99,9941	109,9935	109,9935	43
2014 05 15	Thursday	99,9942	109,9937	109,9937	42
2014 05 16	Friday	99,9944	109,9938	109,9938	41
2014 05 19	Monday	99,9948	109,9943	109,9943	38
2014 05 20	Tuesday	99,9949	109,9944	109,9944	37
2014 05 21	Wednesday	99,9951	109,9946	109,9946	36
2014 05 22	Thursday	99,9952	109,9947	109,9947	35
2014 05 23	Friday	99,9953	109,9949	109,9949	34
2014 05 26	Monday	99,9958	109,9953	109,9953	31
2014 05 27	Tuesday	99,9959	109,9955	109,9955	30
2014 05 28	Wednesday	99,9960	109,9956	109,9956	29
2014 05 29	Thursday	99,9962	109,9958	109,9958	28
2014 05 30	Friday	99,9963	109,9959	109,9959	27
2014 06 02	Monday	99,9967	109,9964	109,9964	24
2014 06 03	Tuesday	99,9968	109,9965	109,9965	23
2014 06 04	Wednesday	99,9970	109,9967	109,9967	22
2014 06 05	Thursday	99,9971	109,9968	109,9968	21
2014 06 06	Friday	99,9973	109,9970	109,9970	20
2014 06 09	Monday	99,9977	109,9974	109,9974	17
2014 06 10	Tuesday	99,9978	109,9976	109,9976	16
2014 06 11	Wednesday	99,9979	109,9977	109,9977	15
2014 06 12	Thursday	99,9981	109,9979	109,9979	14
2014 06 13	Friday	99,9982	109,9980	109,9980	13
2014 06 16	Monday	99,9986	109,9985	109,9985	10
2014 06 17	Tuesday	99,9988	109,9986	109,9986	9
2014 06 18	Wednesday	99,9989	109,9988	109,9988	8
2014 06 19	Thursday	99,9990	109,9989	109,9989	7
2014 06 20	Friday	99,9992	109,9991	109,9991	6
2014 06 23	Monday	99,9996	109,9995	109,9995	3
2014 06 25	Wednesday	99,9999	109,9998	109,9998	1
2014 06 26	Thursday	100,0000	110,0000	110,0000	Notes start date





Addresses and business hours of the branch offices of AB SEB bankas

	Address	Business hours
KAUNO branch	Laisvės al. 82/Maironio g. 17, LT-44250 Kaunas	I - V 8.30 - 17.00
Dainavos sub-branch	Taikos pr. 88A, LT-51182 Kaunas	I - V 8.30 - 17.00 VI 9.00 - 15.30
Aleksoto sub-branch	Veiverių g. 150, LT-46391 Kaunas	I - V 8.30 - 17.00
Žaliakalnio sub-branch	Savanorių pr. 192, LT- 44151 Kaunas	I - V 9.00 - 17.30
Kaišiadorių sub-branch	Gedimino g. 62, LT-56145 Kaišiadorys	I - V 8.30 - 17.00
Alytaus sub-branch	Pulko g. 4, LT-62133 Alytus	I - V 8.30 - 17.00
Druskininky sub-branch	V.Kudirkos g. 37, LT-66120 Druskininkai	I - V 8.30 – 17.00
SANTAKOS branch	Savanorių pr. 349, LT-49425 Kaunas	I - V 8.30 - 17.00
Šilainių sub-branch	Žemaičių pl. 23, LT-48244 Kaunas	I - V 8.30 - 17.00
Kėdainių sub-branch	J.Basanavičiaus g. 51, LT-57283 Kėdainiai	I - V 8.30 - 17.00
Ionavos sub-branch	J.Basanavičiaus g. 22 / Prezidento g. 8, LT-55149 Jonava	I - V 8.30 - 17.00
Marijampolės sub-branch	Vytauto g. 11/9, LT-68299 Marijampolė	I - V 8.30 - 17.00
Vilkaviškio sub-branch	Vytauto g. 24A, LT-70125 Vilkaviškis	I - V 8.30 - 17.00
PANEVĖŽIO branch	Ukmergės g. 20, LT-35500 Panevėžys	I - IV 8.30 - 17.00 V 8.30 - 16.00
Biržų sub-branch	Rotušės g. 8, LT-41175 Biržai	I - IV 8.30 - 17.00 V 8.30 - 16.00
Utenos sub-branch	Utenio a. 15, LT-28248 Utena	I - IV 8.00 - 16.30 V 8.00 - 16.00
Rokiškio sub-branch	Nepriklausomybės a. 8, LT- 42115 Rokiškis	I - IV 8.00 - 16.30 V 8.00 - 16.00
Anykščių sub-branch	J. Biliūno g. 4, LT-29114 Anykščiai	I - IV 8.00 - 16.30 V 8.00 - 16.00
Ukmergės sub-branch	Kęstučio a. 4, LT-20130 Ukmergė	I - IV 8.00 - 16.30 V 8.00 - 16.00
KLAIPĖDOS branch	Taikos pr. 32A, LT-91235 Klaipėda	I - V 8.30 - 17.00
H. Manto sub-branch		I - V 8.30 - 17.00
Žardės sub-branch	H. Manto g. 31, LT-92236 Klaipėda Taikos pr. 115, LT-94231 Klaipėda	I - V 8.30 - 17.00
Kretingos sub-branch	Birutès g. 1, LT-97126 Kretinga	I - V 8.30 - 17.00
Palangos sub-branch		
Šilutės sub-branch	Ganyklų g. 6, LT-00127 Palanga	I - V 8.30 - 17.00
V	Lietuvininkų g. 74, LT-99172 Šilutė	I - V 8.30 - 17.00
ŠIAULIŲ branch Joniškio sub-branch	Tilžės g.157, LT-76297 Šiauliai	I - V 8.30 - 17.00
,	Vilniaus g. 1, LT-84147 Joniškis	I - V 8.00 - 16.30
Tauragės sub-branch Mažeikių sub-branch	Bažnyčių g. 10, LT-72253 Tauragė	I - V 8.30 - 17.00
·	V.Burbos g. 3, LT-89218 Mažeikiai	I 8.30 - 18.00 II - V 8.30 - 17.00
Telšių sub-branch	Turgaus a. 24 / 1, LT-87122 Telšiai	I - V 8.30 - 17.00
Plungės sub-branch	Vytauto g. 14, LT-90123 Plungė	I - V 8.30 - 17.00
VILNIAUS branch	Savanorių pr. 1, LT-03116 Vilnius	I - V 8.30 - 17.00
Gedimino sub-branch	Gedimino pr. 12, LT-01103 Vilnius	I - V 8.00 - 17.00
M. Mažvydo sub-branch	Gedimino pr. 60, LT-01110 Vilnius	I - V 8.30 - 17.00
Rotušės sub-branch	Vokiečių g. 9, LT-01130 Vilnius	I - V 9.00 - 17.30
Naugarduko sub-branch	Naugarduko g. 55A, LT-03204 Vilnius	I - V 9.00 - 17.30
Švitrigailos sub-branch	Švitrigailos g. 11B, LT-03228 Vilnius	I - V 8.30 - 17.00
"EUROPOS" branch	Europos a. 1A, LT-09308 Vilnius	I - IV 9.00 - 17.30 V 8.30 – 17.00
Fabijoniškių sub-branch	Fabijoniškių g. 2A, LT-07109 Vilnius	I - V 9.00 - 17.30
Žvėryno sub-branch	Kęstučio 51A, LT-08124 Vilnius	I - V 8.30 - 17.00
Žirmūnų sub-branch	Žirmūnų g. 2, LT-09214 Vilnius	I - V 9.00 - 17.30
"Akropolio"sub-branch	Ozo g. 25, LT-07150 Vilnius	I - V 10.00 - 19.00 VI 10.00 - 18.00
		VII 10.00 - 16.00
Antakalnio sub-branch	Antakalnio g. 41, LT-10312 Vilnius	I - V 9.00 - 17.30
Justiniškių sub-branch	Justiniškių g. 91, LT-05253 Vilnius	I - V 9.00 - 17.30
Verkių sub-branch	Lukšio g. 32, LT-08222 Vilnius	I - V 9.30 - 18.00
"Ozo parko" sub-branch	J. Balčikonio g. 3, LT-08247 Vilnius	I - V 8.30 - 17.00





Address and business hours of Markets Department of AB SEB bankas

Address	Business hours
J. Balčikonio g. 7, LT-08247 Vilnius	I – IV 8.00 – 17.00 V – 8.00 – 15.45

Address and business hours of Private Banking Department of AB SEB bankas

Address	Business hours
Olimpiečių g. 1, LT-01116 Vilnius	I – IV 8.00 – 17.00 V – 8.00 – 15.45