

**Appendix: Company Announcement number 32/2017 – 20 April 2017****Terms and conditions of Realkredit Danmark's auctions to be held on 30 May 2017****Auctions:**

The auctions will take place at CPH Auctions at NASDAQ Copenhagen A/S.

The Dutch auction principle and hidden call method will be used.

Hidden call means that the bidders can only see their own bids, whereas the issuer can see all bids.

***FlexKort®***

The bonds are offered at the price of 100.20 and therefore bids must be made for the fixing-spread which will be added to the reference-rate at each coupon fixing.

The fixing spread will apply from 1 July 2017 until maturity of the individual bonds.

***RD Euribor3®***

The RD Euribor3® loans are refinanced into the existing bond, DK0004603461. The fixing-spread on this bond is 0.65%. Hence, bids must be made on the price of the bond.

**Allocation:**

Under the Dutch auction principle, all bids below the cut-off fixing spread/above the fixing price will be settled in full at the cut-off fixing spread/cut-off price.

For bids at the exact cut-off fixing spread/cut-off price, proportional allocation may be used.

All bids above the cut-off fixing spread/below the cut-off price will not be settled.

**Decimal points:**

Investors may place their bids at fixing spreads with up to two decimal places.

**Bids/settlement:*****FlexKort®***

The bonds are offered at the price of 100.20 and bids must be made in terms of amount and fixing spread to the reference rate.

***RD Euribor3®***

Bids must be made in terms of amount and bond price on DK0004603461.

The auctions will be held with cut-off period 11:00 am.

The IPMO is set to 10 minutes.

**Value date:**

3 July 2017.

Realkredit Danmark will, whenever possible, offer investors delivery of bonds purchased at the auction with spot settlement provided that the investors sell maturing Realkredit Danmark non-callable floating rate bonds to Realkredit Danmark. Investors who wish to make use of this option should contact RD Funding, +45 45 13 20 19.

**Participants:**

Members with access to CPH Auctions at NASDAQ Copenhagen A/S may bid on the auctions.

**Preliminary amounts:**

The following SDRO's is expected to be offered:

| Date        | Series | Reference rate | Maturity | Interest floor | Currency | Total amount m. <sup>1</sup> |
|-------------|--------|----------------|----------|----------------|----------|------------------------------|
| 30 May 2017 | 12G    | Euribor 3M     | 1-7-2019 | Yes            | EUR      | 70                           |
| 30 May 2017 | 11F    | Cita 6M        | 1-7-2021 | No             | DKK      | 1,700                        |

1) The amount is the total expected volume of bonds to be refinanced. The amount is not final, it can change to the extent of forward rate agreements and redemptions entered into by the mortgage owners.

The final amounts is expected to be published early May.

The new bond used for the refinancing of FlexKort® (series 11F) will be used for the refinancing of maturing bonds as well as new loans. The final terms of the bond will be published by Announcement of Prospectus prior to the auction.

The bond funding RD Euribor3® (DK0004603461) will be used for the refinancing of maturing bond, and will continue to be used for the funding of new loans.

**Special information on bonds with interest rate floor**

Since DK0004603461 has an embedded interest rate floor, Realkredit Danmark reserves the right to cancel the auction and change the auction method if the auction results in a bond price below 100.20.

In case of a cancelled auction and changed auction method, Realkredit Danmark will open a new bond, and a new auction with bids on the fixing-spread will be held.

**Block issue:**

Prior to the auctions, Realkredit Danmark will block issue the auction amounts.

**Other conditions:**

1. Realkredit Danmark is not under any obligation to sell the entire amount announced at the auctions.
2. On each auction day, Realkredit Danmark will not trade in the ISIN codes offered on the auction at the specific auction day prior to the announcement of the results of the auction.
3. Realkredit Danmark may choose to postpone a planned sale.
4. Realkredit Danmark may choose to change the planned selling period.
5. Realkredit Danmark may choose to cancel a planned sale until the expiration of the IPMO period.

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Final amounts at the auctions of mortgage covered bonds for the refinancing of RD Euribor3® and FlexKort®

If items 3 to 5 are realised, this will be announced to the market via a company announcement.