

Appendix: Company Announcement number 12/2016 – 4 February 2016**Terms and conditions of Realkredit Danmark's auction to be held from 8 February to 12 February 2016****Auction:**

The auction 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.

Allocation:

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

For bids at the exact cut-off price, proportional allocation may be used. All bids below the cut-off price will not be settled.

Decimal points:

Investors may place their bids at prices with up to three decimal places for 1-year bonds maturing in 2017 in both the 10F and 10G series.

For the rest of the ISIN codes offered, bids may contain only two decimal places.

Bonds:

Realkredit Danmark will put mortgage covered bonds (SDRO) maturing from 2017 to 2021 in series 10F and bonds maturing in 2017 in series 10G, on the auction (see table below).

Bids/settlement:

The auction will be held with three cut off periods 11:00 am, 12:30 pm and 01:30 pm.

The IPMO is set to 10 minutes.

Value date:

1 April 2016.

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 bullet bonds to Realkredit Danmark. Investors who wish to make use of this option should contact RD Funding, +45 45 13 20 19 during the day of the auction.

Participants:

Bids will be accepted from all members with access to CPH Auctions at NASDAQ Copenhagen A/S.

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Final amounts of mortgage covered bond series 10F and 10G to be put on auction

The following mortgage covered bonds (SDRO) will be offered:

Date	ISIN	Currency	Maturity	Series	Cut off period	Total amount (nom) mill.*
8 – 12 Feb. 2016	DK0009294175	DKK	2017 1IT	10F	11:00	28,750
9 & 11 Feb. 2016	DK0009294415	DKK	2018 2IT	10F	13:30	1,150
8 – 12 Feb. 2016	DK0009294688	DKK	2019	10F	12:30	14,850
9 & 11 Feb. 2016	DK0009294761	DKK	2020	10F	13:30	1,250
8 – 12 Feb. 2016	DK0009294845	DKK	2021	10F	12:30	6,650
9 & 10 Feb. 2016	LU1153682577	EUR	2017 1IT	10G	11:00	190

* The amount is the total volume of bonds in each series to be put on auction. The total amount of bonds is aimed to be equally distributed throughout the period.

Realkredit Danmark plans to sell the following mortgage covered bonds (SDRO) by the tap:

ISIN	Maturity	Series	Currency	Total amount, mill.
DK0009294092	2017	10F	DKK	650
DK0009294258	2017 2IT	10F	DKK	6
DK0009294332	2018	10F	DKK	550
DK0009294928	2022	10F	DKK	50
DK0009295065	2023	10F	DKK	5
DK0009295149	2024	10F	DKK	25
DK0009295222	2025	10F	DKK	2
DK0009295305	2026	10F	DKK	10
LU1153682221	2017	10G	EUR	0.5
LU1153682734	2017 2IT	10G	EUR	0.02
LU1153682817	2018	10G	EUR	0.5
DK0004603032	2018 2IT	10G	EUR	1,5
LU1153683039	2019	10G	EUR	19
LU1153683542	2020	10G	EUR	2
LU1153683898	2021	10G	EUR	1.3
LU1153684359	2024	10G	EUR	0.001

The tap sales in series 10F is planned to take place Wednesday 10 February 2016, and the tap sales in series 10G is planned to take place Thursday 11 February 2016.

Block issue:

Prior to the auctions, Realkredit Danmark will block issue the auction amounts in the ISIN's DK0009294175 and DK0009294845.

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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.

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

Specific terms regarding extension pursuant to section 6 of the Mortgage-Credit Loans and Mortgage-Credit Bonds, etc. Act:

For bonds issued with extension option the following applies.

Extension due to lack of buyers

In the unexpected situation where lack of buyers is identified during a planned sales activity, Realkredit Danmark will aim at conducting further sales activities at a later stage. This will be announced to the market via a company announcement.

In the unexpected situation where Realkredit Danmark does not succeed in disposing of the total amount of bonds, Realkredit Danmark may, until one banking day prior to the ordinary expiration of the bonds, decide to fully or partly extend the bonds. Announcement will be made via a company announcement.

In this situation, Realkredit Danmark may extend the bonds for 12 months at a time from the ordinary maturity date of the bonds.

Extension due to increasing interest rates

If Realkredit Danmark does not have a realistic expectation that the bonds can be sold at a yield-to-maturity less than the yield-to-maturity on a similar bond with the same term to maturity issued approximately 12 months earlier plus 500 bp, Realkredit Danmark may cancel the planned sale. This will be announced via a company announcement.

As soon as Realkredit Danmark has a realistic expectation that the sale can be completed a new plan will be announced via a company announcement. Realkredit Danmark may try to sell the bonds until one banking day prior to the ordinary expiration of the bonds.

In the unexpected situation where Realkredit Danmark does not succeed in disposing of the bonds, Realkredit Danmark may decide to fully or partly extend the bonds by 12 months from the ordinary maturity date of the bonds due to the yield-to-maturity will be more than 500 bp higher than the yield-to-maturity determined when refinancing approximately 12 months earlier.

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It will be decided no later than one banking day prior to the ordinary expiration of the bonds whether the bonds will be extended. Extension will be announced via a company announcement.

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