

**APPLICABLE FINAL TERMS
DATED 19 SEPTEMBER 2013**

Series No. DDBO3001

Tranche No. 1

DANSKE BANK A/S

EUR 5,000,000,000

Structured Note Programme

Issue of

EUR 8,600,000 DB EURO STOXX 50® Auto-Callable 2018

ISIN DK0030326632

Any person making or intending to make an offer of the Notes may only do so:

(i) in those Public Offer Jurisdictions mentioned in Paragraph 6 of Part B below, provided such person is of a kind specified in that paragraph and that the offer is made during the Offer Period specified in that paragraph; or

(ii) otherwise in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

The expression “**Prospectus Directive**” means Directive 2003/71/EC as amended (which includes the amendments made by Directive 2010/73/EU to the extent that such amendments have been implemented in a relevant Member State of the European Economic Area).

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 21 June 2013 and the Supplement No. 1 dated 7 August 2013 which together constitutes a base prospectus (the “**Base Prospectus**”) for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of this Final Terms and the Base Prospectus. A Summary of the Notes (which comprises the Summary in the Base Prospectus, as amended to reflect the provisions of this Final Terms), is annexed to this Final Terms. The Base Prospectus and this Final Terms is available for viewing at and copies may be obtained from the Central Bank of Ireland’s website at www.centralbank.ie.

1. **Issuer:** Danske Bank A/S
2. (i) **Series Number:** DDBO3001

(ii)	Tranche Number:	1
(iii)	Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3.	Specified Currency or Currencies:	EUR
4.	Aggregate Principal Amount:	8,600,000
5.	Issue Price:	101 per cent. of the Aggregate Principal Amount
6.	(i) Specified Denominations:	EUR 1,000
	(ii) Calculation Amount:	EUR 1,000
7.	(i) Issue Date:	20 September 2013
	(ii) Interest Commencement Date:	Not Applicable – the Notes do not bear or pay any interest
	(iii) Trade Date:	16 September 2013
8.	Maturity Date:	30 September 2018
9.	Interest Basis:	Not Applicable – the Notes do not bear or pay any interest
10.	Redemption/Payment Basis:	Index-Linked Redemption
11.	Put/Call Options:	Not Applicable
12.	Tax Gross-Up:	General Condition 8.1 (<i>Gross-up</i>) applicable
13.	Date of Board approval for issuance of Notes obtained:	Not Applicable

PROVISIONS RELATING TO REFERENCE ITEMS

14.	Index-Linked Provisions	Applicable
(i)	Whether the Notes relate to a basket of indices or a single index, the identity of the relevant Index/Indices, whether any such Index is a Designated Multi-Exchange Index and (if applicable) the relevant weightings:	Single Index EURO STOXX 50 The Index is a Designated Multi-Exchange Index
(ii)	Strike Price:	Not Applicable

(iii)	Exchange(s):	As specified in the Table below
(iv)	Related Exchange(s):	All Exchanges
(v)	Valuation Time:	Scheduled Closing Time
(vi)	Correction of Index Levels:	Correction of Index Levels applies
	Correction Cut-Off Date:	In relation to a Relevant Determination Date, 8 Business Days after such Relevant Determination Date

TABLE

<i>i</i>	Index	Designated Multi-Exchange Index	Exchange	Related Exchange	Valuation Time
1	EURO STOXX 50	Yes	Principal Exchanges	All Exchanges	Scheduled Closing Time
15.	Equity-Linked Provisions			Not Applicable	
16.	Fund-Linked Provisions			Not Applicable	
17.	Currency-Linked Provisions			Not Applicable	
18.	Commodity-Linked Provisions			Not Applicable	
19.	Additional Disruption Events:			Applicable	
	(i) Change in Law:			Applicable	
	(ii) Hedging Disruption:			Applicable	
	(iii) Increased Cost of Hedging:			Not Applicable	
	(iv) Increased Cost of Stock Borrow:			Not Applicable	
	(v) Insolvency Filing:			Not Applicable	
	(vi) Loss of Stock Borrow:			Not Applicable	

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

20.	Fixed Rate Note Provisions	Not Applicable
21.	Floating Rate Note Provisions	Not Applicable
22.	Reference Item-Linked Interest Provisions	Not Applicable.

PROVISIONS RELATING TO REDEMPTION

23. **Call Option** Not Applicable
24. **Put Option** Not Applicable
25. **Early Redemption**
- (i) Early redemption for tax reasons: Applicable
 - (ii) Notice Period relating to early redemption for tax reasons: Minimum Period: 15 days
Maximum Period: Not Applicable
 - (iii) Early Redemption Amount payable (a) on redemption for taxation reasons or (b) on an illegality or (c) on an Event of Default or (d) in the case of Reference Item-Linked Notes, following an early redemption pursuant to the provisions of the relevant Reference Item Schedule: As set out in the Conditions
 - (iv) Early Redemption Amount includes amount in respect of interest: Yes: no additional amount in respect of interest to be paid
26. **Autocall Early Redemption:** Applicable
- (i) Early Redemption Amount: The Early Redemption Amount for the purposes of Redemption Payout Condition 1.2 (*Application – early redemption*) is the:

Autocall Early Redemption Amount
 - (ii) Autocall: Applicable: Redemption Payout Condition 27 (*Autocall Redemption*) applies
 - Autocall Barrier: 100%
 - Autocall Percentage: 9.55%
 - Performance Percentage: Applicable
 - (iii) Early Redemption Date: For the purposes of Redemption Payout Condition 1.2 (*Application – early redemption*), the Early Redemption Dates shall be as specified for the relevant Autocall Valuation Date (*t*) in item 28(vi) below

27. **Final Redemption Provisions** The Notes are Index-Linked Redemption Notes
- (i) Final Redemption Amount: The Final Redemption Amount for the purposes of General Condition 6.1 (*Scheduled redemption*) is the Reference Item-Linked Redemption Amount, being the:
Autocall Redemption Amount
 - (ii) Autocall Redemption Amount: Applicable: Redemption Payout Condition 27.3 (*Final Redemption*) applies
 - Put Barrier: 60%

28. **Redemption Valuation Provisions:**

- (i) Initial valuation to determine Reference Item Initial; Applicable
 - Initial Valuation Date: 16 September 2013
 - Adjustment provisions: In the event of a Disrupted Day:
Postponement applies
- (ii) Final Valuation to determine Reference Item Final; Not Applicable
- (iii) Periodic Valuation: Not Applicable
- (iv) Continuous Valuation: Not Applicable
- (v) FX valuation: Not Applicable
- (vi) Autocall Valuation: Applicable

The Autocall Valuation Dates (*t*) are as set out in the table below:

<i>t</i>	Autocall Valuation Dates	Early Redemption Dates
1	16 September 2014	30 September 2014
2	16 September 2015	30 September 2015
3	16 September 2016	30 September 2016
4	16 September 2017	30 September 2017
5	16 September 2018	30 September 2018

Adjustment provisions for each such date in the event


of a Disrupted Day:

Postponement

GENERAL PROVISIONS APPLICABLE TO THE NOTES

29. Form of Notes: VP Systems Notes issued in uncertificated and dematerialised book entry form. See further item 6 of Part B below
30. New Global Note form: Not Applicable
31. Applicable Business Centre(s): TARGET
32. Business Day Convention: Following Business Day Convention
33. Applicable Financial Centre(s) or other special provisions relating to Payment Business Days: TARGET
34. Talons for future Coupons to be attached to Definitive Notes: No
35. Name and address of the Calculation Agent: Danske Bank A/S, Holmens Kanal 2-12, 1092 Copenhagen K, Denmark

Signed on behalf of the Issuer:

By: 
Knud Erik Kristensen
Duly authorised Chief Funding Manager

By: 
Duly authorised **Mikkel Holme**
Senior Legal Adviser

CC: Citibank, N.A., London Branch as Fiscal Agent

PART B - OTHER INFORMATION¹

1. Listing and Admission to Trading

- (i) Listing: NasdaqOMX in Copenhagen
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on NasdaqOMX in Copenhagen with effect from 20 September 2013
- (iii) Market Making: Not Applicable

2. Interests of Natural and Legal Persons involved in the Issue

Save as discussed in the “Subscription and Sale” section of the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer

3. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

- (i) Reasons for the offer: As set out in the “Use of Proceeds” in the Base Prospectus

4. Performance of Index, explanation of effect on value of investment and associated risks and other information concerning the Index:

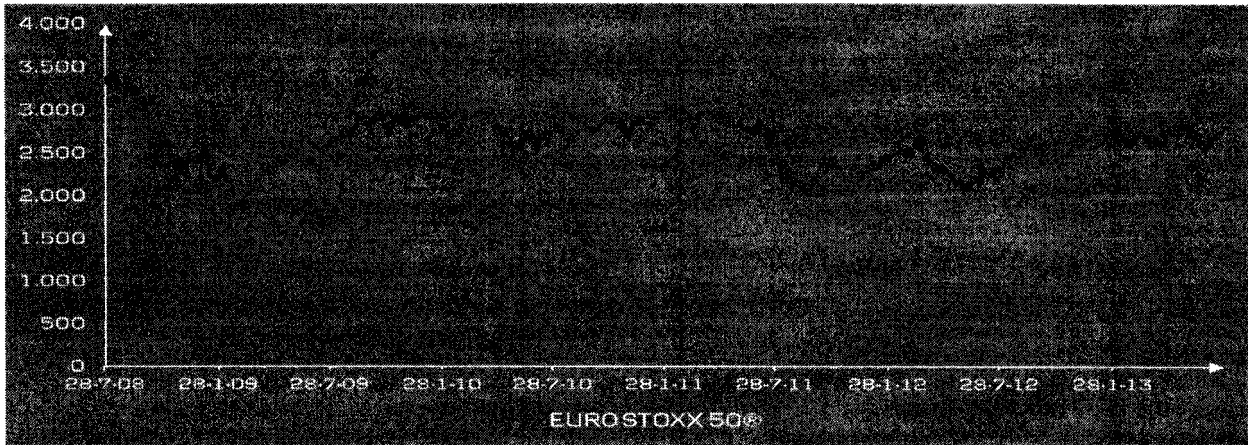
The issue price of the notes will be 101.00. The notes are a complex financial product with potentially full down side risk if EURO STOXX 50® depreciates by more than 40% of the initial index value.

The notes are bullet loans that bear no interest but offer the possibility of a positive return paid out as a capital gain whether redeemed early or at its scheduled maturity. The capital gain and thus the redemption price as well as the maturity is determined by the development of EURO STOXX 50®, i.e. the difference between the initial value and the value of the index on any of the five observation dates. If the EURO STOXX 50® is at or above the level on the initial valuation date on any of the five observation dates, the notes will be auto-called and you will receive the coupon.

The EURO STOXX 50® Index, Europe's leading Blue-chip index for the Euro zone, provides a Blue-chip representation of super sector leaders in the Euro-zone. The index covers 50 stocks from 12 Eurozone countries: Austria, Belgium, Finland, France, Germany, Greece, Ireland, Italy, Luxembourg, the Netherlands, Portugal and Spain.

The EURO STOXX 50® is the intellectual property (including registered trademarks) of STOXX Limited, Zurich, Switzerland and/or its licensors (“Licensors”), which is used under license. The securities based on the Index are in no way sponsored, endorsed, sold or promoted by STOXX and its Licensors and neither of the Licensors shall have any liability with respect thereto.

Information on volatility and past performance of EURO STOXX 50® can be obtained from Bloomberg or www.stoxx.com.



The redemption price of the notes is determined by the development of the EURO STOXX 50® index. The notes have a maturity between 1 and 5 years and bear no interest. On each of the five observation dates (if the notes have not been auto-called on one of the prior observation date), the level of the index, i.e. the closing price of EURO STOXX 50® is observed. If the closing price on a specific observation date is equal to or higher than the closing price on the initial valuation date, the notes are auto-called and the redemption price incl. the coupon is paid out on the following maturity date. The coupon is 8% indicatively (to be determined on 16 September 2013 and published on the website of Danske Bank – www.danskebank.dk)¹ if auto-called on the first observation date and two times 8% (indicatively) if auto-called on the second observation date, three times 8% (indicatively) if auto-called on the third observation date and so on. The coupon is only paid out once if auto-called.

If the closing price on a specific observation date is lower than the closing price on the initial valuation date, the notes are not auto-called and neither the coupon nor the principal amount is paid out. The investor then gets the opportunity to recoup the missed coupon on the next auto-call date.

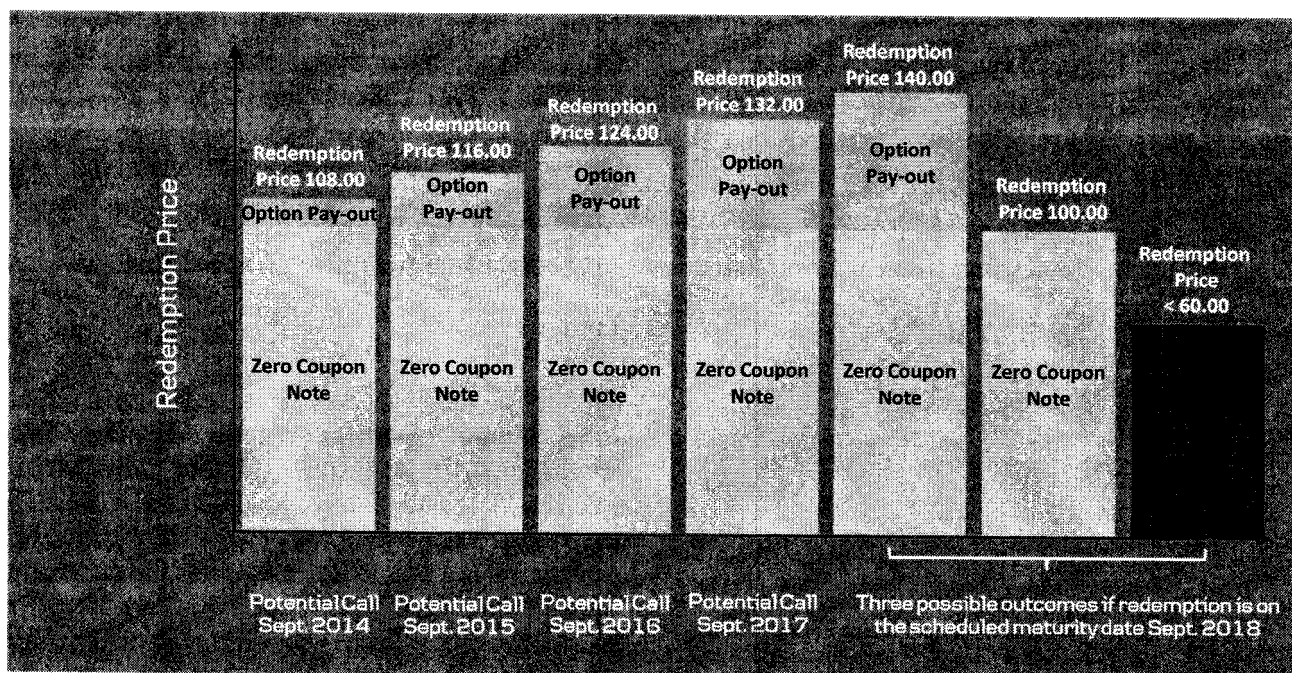
If the notes have not been auto-called on any of the five observation dates incl. the final observation date, and the closing price on the final observation date is below the closing price on the initial valuation date but equal to or higher than 60% of the closing price on the initial valuation date, you will receive a redemption price of 100.00 (i.e. no coupon but full principal is paid out). In this scenario you will lose the additional paid premium of 1.00 as well as any return on an alternative investment.

If on the final observation date, the index has depreciated by more than 40% of the closing price on the initial valuation date, the knock-in put will be triggered and you will face full down side risk with a minimum redemption price of 0.00. In the worst case scenario you will lose your entire investment as well as the coupon (see tables below).

¹ minimum coupon is 7%

Year	Index Level as pct of Initial	Redemption Price	Return
1	≥ 100%	108.00	8%
2	≥ 100%	116.00	16%
3	≥ 100%	124.00	24%
4	≥ 100%	132.00	32%
5	≥ 100%	140.00	40%
	≥ 60% and < 100%	100.00	0%
	< 60%	0.00	-100%*

* Worst Case



The Issuer intends to provide post-issuance information and the Initial and Final fixings of the Stock prices (Reference Item Initial (i) and Reference Item Final(i)) will be published on the webpage of Danske Bank ([www. danskebank.dk](http://www.danskebank.dk)).

5. **Operational Information:**

ISIN Code: **DK0030326632**

Common Code: **003032663**

New Global Note intended to be held in a manner which would allow Eurosystem eligibility: **Not Applicable**

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking société anonyme and the relevant identification number(s): **VP, VP identification number: DK0030326632**

The Issuer shall be entitled to obtain certain information from the register maintained by the VP for the purpose of performing its obligations under the issue of VP Systems Notes

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

6. Distribution

(i) Name and address of Dealers: Danske Bank International S.A. 13, Rue Edward Steichen, L-2011 Luxembourg

Danske Bank Oyj, Hiililaiturinkuja 2, PL 1561, 00075 DANSKE BANK, Finland

(ii) Total commission and concession: 3 per cent. of the Aggregate Principal Amount

(iii) TEFRA Rules: TEFRA D

(iv) Non-exempt Offer: An offer of the Notes may be made by Danske Bank A/S, Danske Bank Oyj and Danske Bank International S.A. (the “**Initial Authorised Offerors**”) and any additional financial intermediaries who have or obtain the Issuer’s consent to use the Base Prospectus in connection with the Non-exempt Offer and who are identified on the Issuer’s website at *www.danskebank.com* as an Authorised Offeror (together, being persons to whom the Issuer has given consent, the “**Authorised Offerors**”) other than pursuant to Article 3(2) of the Prospectus Directive in Denmark, Sweden, Finland and Luxembourg (the “**Public Offer Jurisdictions**”) during the period from 28 August 2013 until 11 September 2013 (the “**Offer Period**”). See further paragraph 7 below.

(v) Other conditions to consent: Not Applicable

7. Terms and Conditions of the Offer:

Offer Price: Issue Price

Conditions to which the offer is subject: The Issuer reserves the right to cancel, in the sole and absolute discretion of the issuer, the Issue of the Notes if the Issuer receives subscriptions for Notes in an Aggregate Principal Amount of less than EUR 5,000,000

Further, the Issuer has the right to cancel the offer and the subsequent issue of the Notes before 11 September 2013 if in the sole and absolute discretion of the Issuer, during the Offer Period, there is a domestic or international material change in interest levels and/or the volatility in the underlying equities, an economic, financial, political or market related material change, which in the sole and absolute discretion of the Issuer makes the offering of Notes inexpedient.

Description of the application process:

During the Offer Period prospective investors may subscribe to the Notes during normal banking hours in Denmark, Sweden, Finland and Luxembourg.

Notes will be issued to the Investors as per the arrangements in place between the relevant Authorised Offeror and such Investor, including as to application process and settlement arrangements.

Details of the minimum and/or maximum amount of application:

The Notes may be subscribed in a minimum lot of two Notes. There is no maximum amount of application.

Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:

Not Applicable

Details of the method and time limits for paying up and delivering the Notes:

The Notes will be made available on a delivery versus payment basis.

The Issuer expects that the Notes will be delivered to the investors' respective book-entry securities account on or about the time of the Issue Date.

Manner in and date on which results of the offer are to be made public:

After the Offer Period the results of the offer will be specified in the applicable Final Terms that will be published on the homepage of Danske Bank A/S: www.danskebank.dk on or about the Issue Date.

Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:

Not Applicable

Whether tranche(s) have been reserved for certain countries:

Not Applicable

Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is

Not Applicable

made:

Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Not Applicable

Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place. Danske Bank International S.A. 13, Rue Edward Steichen, L-2011 Luxembourg
Danske Bank Oyj, Hiililaiturinkuja 2, PL 1561, 00075 DANSKE BANK, Finland

ANNEX

SUMMARY OF THE NOTES

SECTION ASUMMARY

Summaries are made up of disclosure requirements known as “Elements”. These Elements are numbered in Sections A – E (A.1 – E.7). This Summary contains all the Elements required to be included in a summary for the Notes and the Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements. Even though an Element may be required to be inserted in a summary because of the type of securities and issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element should be included in the summary explaining why it is not applicable.

Section A - Introduction and Warnings

Element	
A.1	<ul style="list-style-type: none"> • This summary should be read as an introduction to this Base Prospectus and the relevant Final Terms. • Any decision to invest in any Notes should be based on a consideration of this Base Prospectus as a whole, including any documents incorporated by reference and the relevant Final Terms. • Where a claim relating to information contained in this Base Prospectus and the relevant Final Terms is brought before a court in a Member State of the European Economic Area, the plaintiff may, under the national legislation of the Member State where the claim is brought, be required to bear the costs of translating this Base Prospectus and the relevant Final Terms before the legal proceedings are initiated. • No civil liability will attach to the Issuer in any such Member State solely on the basis of this summary, including any translation hereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of this Base Prospectus and the relevant Final Terms or, following the implementation of the relevant provisions of Directive 2010/73/EU in the relevant Member State, it does not provide, when read together with the other parts of this Base Prospectus and the relevant Final Terms, key information (as defined in Article 2.1(s) of the Prospectus Directive) in order to aid investors when considering whether to invest in the Notes.
A.2	<p>The Notes may be offered in circumstances where there is no exemption from the obligation under the Prospectus Directive to publish a prospectus (a “Non-exempt Offer”).</p> <p><i>Consent:</i> Subject to the conditions set out below, the Issuer consents to the use of this Base Prospectus in connection with a Non-exempt Offer of Notes by Danske Bank Oyj and Danske Bank International S.A. (an “Authorised Offeror”).</p>
	<p><i>Offer period:</i> The Issuer's consent referred to above is given for Non-exempt Offers of Notes during 28 August 2013 to 11 September 2013 (the “Offer Period”).</p>
	<p><i>Conditions to consent:</i> The conditions to the Issuer’s consent are that such consent (a) is only valid during the Offer Period; (b) only extends to the use of this Base Prospectus to make Non-</p>

	exempt Offers of the relevant Tranche of Notes in Denmark, Sweden, Finland and Luxembourg.
	<p>AN INVESTOR INTENDING TO ACQUIRE OR ACQUIRING ANY NOTES IN A NON-EXEMPT OFFER FROM AN AUTHORISED OFFEROR WILL DO SO, AND OFFERS AND SALES OF SUCH NOTES TO AN INVESTOR BY SUCH AUTHORISED OFFEROR WILL BE MADE, IN ACCORDANCE WITH ANY TERMS AND OTHER ARRANGEMENTS IN PLACE BETWEEN SUCH AUTHORISED OFFEROR AND SUCH INVESTOR INCLUDING AS TO PRICE, ALLOCATIONS AND SETTLEMENT ARRANGEMENTS. THE INVESTOR MUST LOOK TO THE AUTHORISED OFFEROR AT THE TIME OF SUCH OFFER FOR THE PROVISION OF SUCH INFORMATION AND THE AUTHORISED OFFEROR WILL BE RESPONSIBLE FOR SUCH INFORMATION.</p>

Section B – Issuer

Element	Title	
B.1	Legal and Commercial Name	Danske Bank A/S (the “ Issuer ”)
B.2	Domicile/ Legal Form/ Legislation/ Country of Incorporation	The Issuer was founded in Denmark and incorporated on 5 October 1871. The Issuer is a commercial bank with limited liability and carries on business under the Danish Financial Business Act. The Issuer is registered with the Danish Commerce and Companies Agency and the Danish corporate registration number is 61126228.
B.4b	Known trends affecting the Issuer and the industries in which it operates	Not Applicable - There are no known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the Issuer's prospects for its current financial year.
B.5	Description of the Group	<p>The Issuer is the parent company of the Danske Bank Group (the “Group”).</p> <p>The Issuer is an international retail bank that operates in 15 countries with a focus on the Nordic region. In Denmark, customers are also served by head office departments, finance centres and subsidiaries. The Group has branches in London, Hamburg and Warsaw and a representative office in Moscow. Its subsidiary in Luxembourg serves private banking customers and another in St. Petersburg serves corporate banking customers. The Group also conducts broker-dealer activities in New York.</p>
B.9	Profit forecast or estimate	Not Applicable - No profit forecast or estimates have been made in this Base Prospectus.
B.10	Qualifications to audit report	Not Applicable - No qualifications are contained in any audit report incorporated by reference in this Base Prospectus.

B.12 Selected historical key financial information²			
	(DKK million)	Twelve months ended 31 December 2012 ³	Twelve months ended 31 December 2011
	Income statement:		
	Total income	45,662	43,377
	Expenses	(24,642)	(25,987)
	Loan impairment charges	(7,680)	(13,185)
	Profit before tax, non-core	(4,801)	-
	Tax	(3,814)	(2,482)
	Net profit for the year	4,725	1,723
	Balance sheet:		
	Loan and advances	1,640,656	1,698,025
	Trading portfolio assets	812,966	909,755
	Other assets	1,031,327	816,623
	Total assets	3,484,949	3,424,403
	Deposits	783,759	795,275
	Bonds issued by Realkredit Danmark	614,325	557,699
	Trading portfolio liabilities	531,860	697,913
	Other liabilities	1,417,001	1,247,661
	Total liabilities	3,346,945	3,298,548
	Total equity	138,004	125,855
	(DKK million)	Six months ended 30 June 2013	Six months ended 30 June 2012
	Income statement:		
	Total income	20,003	23,450
	Expenses	(11,918)	(12,371)
	Loan impairment charges	(2,383)	(4,598)
	Profit before tax, non-core	(809)	(2,406)
	Tax	(1,237)	(1,802)
	Net profit for the period	3,656	2,273
	Balance sheet:		
	Loan and advances	1,589,768	1,662,441
	Trading portfolio assets	721,484	862,961
	Other assets	1,005,852	954,946
	Total assets	3,317,104	3,480,348
	Deposits	796,785	730,590
	Bonds issued by Realkredit Danmark	616,457	596,837
	Trading portfolio liabilities	455,351	628,008
	Other liabilities	1,306,887	1,397,086
	Total liabilities	3,175,480	3,352,521
	Total equity	141,624	127,827
	Statement of no material adverse change	There has been no significant change in the financial or trading position of the Issuer or of the Issuer and its subsidiaries taken as a whole since 30 June 2013, the last day of the financial period in respect of which the most recent financial statements of the Issuer have been prepared.	
	Description of significant	There has been no material adverse change in the prospects of the Issuer	

² By virtue of the Prospectus Supplement dated 7 August 2013, the selected financial information of Danske Bank A/S is updated to include consolidated unaudited interim financial statements as at 30 June 2013.

³ 2012 has been restated due to adoption of the amended IAS 19, Employee Benefits, from 1 January 2013. Further, changes have been made to the selected historical key financial information as presented in note 1 to the interim financial report for first half year 2013.

	changes to financial or trading position	since 31 December 2012, the last day of the financial period in respect of which the most recently audited financial statements of the Issuer have been prepared.
B.13	Recent events materially relevant to an evaluation of the Issuer's solvency	Not Applicable - There are no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.
B.14	Dependence on other entities within the Group	See Element B.5. Not Applicable – The Issuer is not dependent on any other entities within the Group.
B.15	Principal activities	The Group is the leading financial service provider in Denmark – and one of the largest in the Nordic region – measured by total assets as at 31 December 2012 (Source: Finansrådet (Danish Bankers' Association)). The Group offers its customers in Denmark and in its other markets a broad range of services that, depending on the market, include services in banking, mortgage finance, insurance, trading, leasing, real estate agency and investment management. The Group has a leading market position in Denmark and is one of the larger banks in Northern Ireland and Finland. The Group also has significant operations in its other main markets of Sweden, Norway, Ireland, and the Baltics.
B.16	Controlling shareholders	Not Applicable – The Issuer is not aware of any shareholder or group of connected shareholders who directly or indirectly control the Issuer.

Section C – Notes

Element	Title	
C.1	Description of Notes/ISIN	<p>The Notes are Index-Linked Redemption Notes.</p> <p>The Series number is DDBO3001. The Tranche number is 1.</p> <p>The International Securities Identification Number (ISIN) is DK0030326632. The Common Code is 003032663. The VP identification number is DK0030326632.</p> <p>The calculation amount (CA) is 1,000.</p>
C.2	Currency	The Notes are denominated in EUR and the specified currency for payments in respect of the Notes is EUR.
C.5	Restrictions on the free transferability of the Notes	Transfers of Notes may be effected only through the book entry system and register maintained by the VP.

		<p>The Notes will be freely transferable, subject to the offering and selling restrictions of the United States, the European Economic Area, the United Kingdom, Denmark, Finland and Sweden and the laws of any jurisdiction in which the Notes are offered or sold.</p>
C.8	Rights attached to the Notes, including ranking and limitations on those rights	<p>The Notes have terms and conditions relating to, among other matters:</p> <p>Ranking</p> <p>The Notes will constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer and will rank <i>pari passu</i> without any preference among themselves and at least <i>pari passu</i> with all other unsubordinated and unsecured obligations (including liabilities in respect of deposits) of the Issuer, present and future (save for certain mandatory exceptions provided by law).</p>
		<p>Taxation</p>
		<p>All payments in respect of the Notes will be made without withholding or deduction for taxes imposed by Denmark. In the event that any such deduction is made, the Issuer will, save in certain limited circumstances, be required to pay additional amounts to cover the amounts so deducted. If any such additional amounts become payable and cannot be avoided by the Issuer taking reasonable measures available to it, the Issuer may redeem the Notes early by payment of the early redemption amount in respect of each calculation amount.</p>
		<p>Negative pledge and cross default</p> <p>The terms of the Notes will not have the benefit of a negative pledge or a cross-default.</p>
		<p>Events of default</p> <p>The terms of the Notes will contain, amongst others, the following events of default: (i) default in payment of any principal or interest due in respect of the Notes, continuing for a period of 5 days after the date on which notice has been given to the Issuer; (ii) default in the performance or observance of any other obligation of the Issuer under the Notes and such default remains unremedied for 30 days after notice requiring remedy has been given to the Issuer; (iii) a legal process is levied or enforced or sued out upon or against any part of the assets of the Issuer which is material in its effect upon the operation of the Issuer and is not discharged or stayed within 60 days of having been so levied, enforced or sued out, (iv) events relating to the bankruptcy of the Issuer; and (v) the Danish Financial Supervisory Authority files a petition for the suspension of payments of the Issuer.</p>
		<p>Meetings</p> <p>The terms of the Notes will contain provisions for calling meetings of holders to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the</p>

		majority.
		<p>Governing Law</p> <p>English law, except that the registration of the Notes in the VP Securities Services shall be governed by Danish law.</p>
C.11	Admission to trading	Application has been made to the the NasdaqOMX in Copenhagen.
C.15	Description of how the value of the investment is affected by the value of the underlying instrument(s)	<p>The redemption amount payable at maturity will be subject to a minimum redemption amount of 0% of the calculation amount and, depending on the performance of the Reference Item, may be less than par.</p> <p>See also Element C.18 below.</p>
C.16	Maturity date and final reference date	The maturity date is 30 September 2018. The final reference date is the final valuation date specified in Element C.18 below.
C.17	Settlement procedure of derivative securities	The Notes are cash settled Notes.
C.18	Return on derivative securities	The interest amount (if any) and the redemption amount due at maturity is determined as follows:
		Interest
		<p>The Notes do not bear any interest.</p> <p>Early redemption</p> <p>See “Taxation” and “Events of Default” in Element C.8 above and “Disrupted Days, Market Disruption Events and Adjustments” below for information on early redemption in relation to the Notes.</p> <p>In addition, if the Issuer determines that performance of its obligations under the Notes or that any arrangements made to hedge its obligations under the Notes has or will become illegal in whole or in part as a result of compliance with any applicable present or future law (an “illegality”), the Issuer may redeem the Notes early and, if and to the extent permitted by applicable law, will pay an amount equal to the early redemption amount in respect of each calculation amount.</p> <p>In the circumstances specified above, the “early redemption amount” payable on any such early redemption of the Notes will be an amount determined by the Calculation Agent which represents the fair market value of the Notes (which</p>

amount shall include amounts in respect of interest) on a day selected by the Issuer (in the case of an early redemption following an illegality, ignoring the relevant illegality), but adjusted (except in the case of an early redemption following an event of default) to account for losses, expenses and costs to the Issuer and/or its affiliates of unwinding any hedging and funding arrangements in respect of the Notes, provided that, for the purposes of determining the fair market value of the Notes following an event of default, no account shall be taken of the financial condition of the Issuer which shall be presumed to be able to perform fully its obligations in respect of the Notes.

Early Redemption (Autocall)

The Notes may be redeemed early in the circumstances set out below by payment of the early redemption amount in respect of each calculation amount.

If, on a specified autocall valuation date (*t*), Relevant Autocall Performance is greater than or equal to the Autocall Barrier, the Notes shall be redeemed early and the early redemption amount in respect of each calculation amount (“CA”) shall be the “Autocall Early Redemption Amount” determined by reference to the following formula:

$$CA + [CA \times t \times \text{Autocall Percentage}]$$

For the purposes of the above:

“Autocall Barrier” = 100%

“Autocall Percentage” = 9.55%

“autocall valuation dates” = *t*=1 16 September 2014, *t*=2 16 September 2015, *t*=3 16 September 2016, *t*=4 16 September 2017, *t*=5 16 September 2018 (subject to postponement)

“Autocall Performance” means, in respect of the Reference Item and a specified autocall valuation date (*t*), the level of such Reference Item on such specified autocall valuation date (*t*) DIVIDED BY the level of such Reference Item on the initial valuation date, expressed as a percentage

“Relevant Autocall Performance” means the Autocall Performance of the Reference Item

Redemption

Unless previously redeemed or purchased and cancelled, the Notes will be redeemed at their Final Redemption Amount on the Maturity Date.

The Final Redemption Amount in respect of each calculation amount (“CA”) is linked to the performance of the Reference Item and shall be the Reference Item-Linked Redemption Amount determined as set out below:

		<p>The Reference Item-Linked Redemption Amount shall be the “Autocall Redemption Amount” determined as follows:</p> <p>(i) if Relevant Autocall Performance (as defined above) in respect of the final valuation date ($t = y$) is equal to or greater than the Autocall Barrier, an amount determined by reference to the following formula:</p> $CA + [CA \times y \times \text{Autocall Percentage (as defined above)}]$ <p>(ii) if Relevant Autocall Performance in respect of the final valuation date ($t = y$) is less than the Autocall Barrier but greater than or equal to the Put Barrier (as defined above), CA</p> <p>(iii) if Relevant Autocall Performance in respect of the final valuation date ($t = y$) is less than the Put Barrier, an amount determined by reference to the following formula:</p> $CA \times \text{Relevant Autocall Performance in respect of the final valuation date } (t = y)$ <p>For the purposes of the above:</p> <p>“Put Barrier” = 60%</p>
		<p><i>Valuation</i></p> <p>“initial valuation date” = 16 September 2013 (subject to postponement)</p>
		<p><i>Disrupted Days, Market Disruption Events and Adjustments</i></p> <p>The terms and conditions of the Notes contain provisions, as applicable, relating to events affecting the Reference Items(s), modification or cessation of the Reference Items(s) and market disruption provisions and provisions relating to subsequent corrections of the level of the Reference Items(s) and details of the consequences of such events. Such provisions may permit the Issuer either to require the calculation agent to determine what adjustments should be made following the occurrence of the relevant event (which may include deferment of any required valuation or payment or the substitution of a substitute reference item) or to cancel the Notes and to pay an amount equal to the early redemption amount as specified in Element C.16 above.</p>
C.19	Exercise price/final reference price	See Element C.18 above.
C.20	Underlying	The Reference Item specified under the heading “Description of Reference Item” in the Table below, being the type of Reference Item specified under the heading “Classification” in the Table below.

		Description of Reference Item	Classification	Electronic Page	Weight
		EURO STOXX 50	Index	Bloomberg page: SX5E Index	100
		Information relating to the Reference Item can be obtained from the electronic page specified under the heading "Electronic Page" for such Reference Item in the Table above and from other internationally recognised published or electronically displayed sources.			

Section D – Risks

Element	Title	
D.2	Key risks specific to the Issuer	<p>In purchasing Notes, investors assume the risk that the Issuer may become insolvent or otherwise be unable to make all payments due in respect of the Notes. There is a wide range of factors which individually or together could result in the Issuer becoming unable to make all payments due in respect of the Notes. It is not possible to identify all such factors or to determine which factors are most likely to occur, as the Issuer may not be aware of all relevant factors and certain factors which it currently deems not to be material may become material as a result of the occurrence of events outside the Issuer's control. The Issuer has identified in this Base Prospectus a number of factors which could materially adversely affect its business and ability to make payments due under the Notes. These factors include:</p> <ul style="list-style-type: none"> • the Group is exposed to a number of risks, the categories of which are credit risk, market risk, liquidity risk, operational risk, insurance risk and pension risk; • regulatory changes could materially affect the Issuer's business; • the Issuer will face increased capital and liquidity requirements as a result of the new Basel III framework; • the Group may have to pay additional amounts under deposit guarantee schemes or resolution funds; • the Group may be affected by general economic and geopolitical conditions; and • the impact of European implementation of the Basel III framework.
D.6	Key information on key risks specific to the Notes	<p><i>The Issuer believes that the factors summarised below represent the principal risks inherent in investing in the Notes, but the Issuer may be unable to pay amounts on or in connection with any Notes for other reasons which may not be considered significant risks by the Issuer based on information currently available to it and which it may not currently be able to anticipate.</i></p>
		Notes involve a high degree of risk. There are certain factors which are

material for the purpose of assessing the market risks and general risks associated with investing in the Notes, which include, without limitation, the following: the market value of the Notes will be affected by a number of factors independent of the creditworthiness of the Issuer, credit ratings assigned to the Issuer may not reflect all the risks associated with an investment in the Notes, the Notes may not be a suitable investment for all investors, because the VP Systems Notes are dematerialised securities, investors will have to rely on the clearing system procedures for transfer, payment and communication with the Issuer, taxes and expenses may be payable by holders in connection with the Notes, there may be withholding under the EU Savings Directive, U.S. Foreign Account Tax Compliance Act withholding may affect payments on the Notes, the Terms and Conditions of the Notes contain provisions which may permit their modification without the consent of all investors, the value of the Notes could be adversely affected by a change in applicable laws or administrative practice, the Issuer has issued covered bonds and if any relevant claims in respect of these covered bonds are not met out of the pool of assets or the proceeds arising from it, any remaining claims will subsequently rank pari passu with the Issuer's obligations under the Notes.

In addition, there are certain factors which are material for the purpose of assessing the risks relating to the structure of the Notes, which include, without limitation, the following: if the Issuer's obligations under the Notes become illegal, the Issuer may redeem the Notes.

There are certain additional risks associated with Notes linked to the Reference Item: prospective investors in the Notes should understand the risks of transactions involving the Notes and should reach an investment decision only after careful consideration, with their advisers, of the suitability of the Notes in light of their particular financial circumstances, the information set forth in the Base Prospectus and the information regarding the Notes and the Reference Item to which the value of, or payments in respect of, the Notes relate. Fluctuations in the value and/or volatility of the Reference Item may affect the value of the Notes. Investors may risk losing their entire investment if the value of the Reference Item does not move in the anticipated direction. Investors will have no claim against any Reference Item. Market disruptions or other adjustment events may occur in respect of the Reference Item which may result in valuations and/or payments being delayed, the Notes may be subject to adjustment (including, without limitation, that the relevant Reference Item may be substituted) or the Notes may be redeemed early. In addition, hedging arrangements of the Issuer may affect the value of the Notes and there may be conflicts of interest in respect of the Notes

The Notes will represent an investment linked to the performance of the Reference Item and prospective investors should note that the return (if any) on their investment in the Notes will depend upon the performance of the Reference Item.

THE AMOUNT PAID ON REDEMPTION OF THE NOTES MAY BE LESS THAN THE PRINCIPAL AMOUNT OF THE NOTES,

		TOGETHER WITH ANY ACCRUED INTEREST, AND MAY IN CERTAIN CIRCUMSTANCES BE ZERO. INVESTORS MAY LOSE THE VALUE OF THEIR ENTIRE INVESTMENT, OR PART OF IT, AS THE CASE MAY BE.
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Section E – Offer

Element	Title	
E.2b	Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks	The net proceeds from each issue of Notes will be applied by the Issuer to meet part of its general financing requirements.
E.3	Terms and conditions of the offer	<p>This issue of Notes is being offered in a Non-Exempt Offer in Denmark, Sweden, Finland and Luxembourg.</p> <p>The issue price of the Notes is 101 per cent. of their principal amount.</p> <p>An Investor intending to acquire or acquiring any Notes in a Non-exempt Offer from an Authorised Offeror will do so, and offers and sales of such Notes to an Investor by such Authorised Offeror will be made, in accordance with any terms and other arrangements in place between such Authorised Offeror and such Investor including as to price, allocations and settlement arrangements.</p>
E.4	Interests material to the issue/offer, including conflicting interests	Not Applicable – So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.
E.7	Expenses charged to the investor	No expenses are being charged to an investor by the Issuer or any Authorised Offeror (as defined above).

AFSNIT A: RESUMÉ

Resuméer består af oplysningskrav, der benævnes "Elementer". Disse Elementer er nummereret i afsnit A – E (A.1 – E.7). Dette Resumé indeholder alle de Elementer, der skal være indeholdt i et resumé for Gældsinstrumenterne og Udstederen. Da nogle Elementer ikke skal medtages, kan der forekomme huller i nummereringen af Elementerne. Selv om et Element skal indsættes i et resumé på grund af typen af værdipapirer og udsteder, er det muligt, at der ikke kan gives nogen relevante oplysninger om Elementet. I så fald skal resuméet indeholde en kort beskrivelse af Elementet med en forklaring på, hvorfor det ikke er relevant.

Afsnit A – Indledning og advarsler

Element	
A.1	<ul style="list-style-type: none">• Dette resumé bør læses som en indledning til Basisprospektet og de relevante Endelige Vilkår.• Enhver beslutning om investering i Gældsinstrumenter bør træffes af investoren på baggrund af Basisprospektet som helhed, herunder de dokumenter, der indgår i form af henvisninger, og de relevante Endelige Vilkår.• Hvis en sag vedrørende oplysningerne i Basisprospektet og de relevante Endelige Vilkår indbringes for en domstol i en EØS-Medlemsstat, kan sagsøger i henhold til national lovgivning i den Medlemsstat, hvor sagen indbringes, være forpligtet til at betale omkostningerne i forbindelse med oversættelse af Basisprospektet og de relevante Endelige Vilkår, inden retssagen indledes.• Udstederen kan ikke ifalde et civilretligt erstatningsansvar i en sådan Medlemsstat alene på baggrund af dette resumé, herunder en oversættelse heraf, medmindre det er misvisende, ukorrekt eller uoverensstemmende, når det læses sammen med de andre dele af Basisprospektet og de relevante Endelige Vilkår, eller medmindre det ikke, efter gennemførelsen af de relevante bestemmelser i EU-direktiv nr. 2010/73/EU i den relevante Medlemsstat, indeholder nøgleoplysninger (som defineret i artikel 2.1(s) i Prospektdirektivet), når det læses sammen med de andre dele af Basisprospektet og de relevante Endelige Vilkår, således at investorer lettere kan tage stilling til, om de vil investere i Gældsinstrumenterne.
A.2	<p>Gældsinstrumenterne kan udbydes under omstændigheder, hvor der ikke foreligger en fritagelse for forpligtelsen i Prospektdirektivet til at offentliggøre et prospekt (et "Ikke-fritaget Udbud").</p> <p><i>Samtykke:</i> Med forbehold for nedenstående betingelser giver Udstederen sit samtykke til anvendelse af Basisprospektet i forbindelse med et Ikke-fritaget Udbud af Gældsinstrumenter fra Danske Bank S.A. (en "Bemyndiget Udbyder").</p>
	<p><i>Udbudsperiode:</i> Udstederens ovenfor omtalte samtykke gives for Ikke-fritagede Udbud af Gældsinstrumenter i 28. August 2013 til 11. September 2013 ("Udbudsperioden").</p> <p><i>Betingelser for samtykke:</i> Betingelserne for Udstederens samtykke er, at det pågældende samtykke a) kun er gyldigt i Udbudsperioden, b) kun omfatter anvendelse af Basisprospektet til Ikke-fritagede Udbud af den relevante Tranche af Gældsinstrumenter i Danmark, Sverige, Finland og Luxembourg.</p>

EN INVESTOR, DER AGTER AT KØBE, ELLER SOM KØBER, GÆLDSINSTRUMENTER I ET IKKE-FRITAGET UDBUD FRA EN BEMYNDIGET UDBYDER VIL GØRE DET I OVERENSSTEMMELSE MED DE VILKÅR OG ANDRE AFTALER, DER FORELIGGER MELLEM DEN PÅGÆLDENDE BEMYNDIGEDE UDBYDER OG DEN PÅGÆLDENDE INVESTOR, HERUNDER KURS-, FORDELINGS- OG AFVIKLINGSAFTALER, OG DET SAMME GÆLDER UDBUD OG SALG AF DE PÅGÆLDENDE GÆLDSINSTRUMENTER TIL EN INVESTOR FRA EN BEMYNDIGET UDBYDER. PÅ TIDSPUNKTET FOR UDBUDET SKAL INVESTOR HENVENDE SIG TIL DEN BEMYNDIGEDE UDBYDER FOR OPLYSNINGER, OG DEN BEMYNDIGEDE UDBYDER VIL VÆRE ANSVARLIG FOR DE PÅGÆLDENDE OPLYSNINGER.

Afsnit B – Udsteder

Element	Titel	
B.1	Juridisk navn og binavn	Danske Bank A/S (“Udstederen”)
B.2	Domicil/ Retlig form/ Lovgivning/ Indregistre- ringsland	Udstederen blev grundlagt i Danmark og stiftet den 5. oktober 1871. Udstederen er en forretningsbank med begrænset hæftelse, der driver virksomhed i henhold til lov om finansiel virksomhed. Udstederen er registreret i Erhvervsstyrelsen med CVR nr. 61126228.
B.4b	Kendte udviklings-tendenser, der påvirker Udstederen og de sektorer, Udstederen opererer i.	Ikke relevant. Der er ingen kendte tendenser, usikkerheder, krav, engagementer eller begivenheder, der med rimelig sandsynlighed vil få en væsentlig indvirkning på Udstederens udsigter for det nuværende regnskabsår.
B.5	Beskrivelse af Koncernen	Udstederen er moderselskab i Danske Bank-koncernen (“Koncernen”). Udstederen er en international detailbank, der opererer i 15 lande med fokus på Norden. I Danmark betjenes kunderne også af koncernfunktioner, finanscentre og datterselskaber. Koncernen har filialer i London, Hamborg og Warszawa samt et repræsentationskontor i Moskva. Datterselskabet i Luxembourg betjener private banking-kunder, og det samme gør datterselskabet i St. Petersburg. Koncernen udfører desuden aktiviteter som fondsmægler/-handler i New York.
B.9	Resultatforventninger eller -skøn	Ikke relevant. Der er ikke anført nogen resultatforventninger eller -skøn i Basisprospektet.
B.10	Revisorforbehold	Ikke relevant. Der er ikke indeholdt nogen forbehold i revisorpåtegningen, der indgår i form af henvisning i Basisprospektet.

B.12	Udvalgte historiske regnskabsoplysninger ⁴		
	(DKK mio.)	Regnskabsåret 2012 ⁵	Regnskabsåret 2011
	Resultatopgørelse		
	Samlede indtægter	45.662	43.377
	Omkostninger	-24.642	-25.987
	Nedskrivninger på udlån	-7.680	-13.185
	Resultat før skat	-4.801	-
	Skat	-3.814	-2.482
	Årets resultat	4.725	1.723
	Balance		
	Udlån	1.640.656	1.698.025
	Aktiver vedrørende handelsporteføljen	812.966	909.755
	Andre aktiver	1.031.327	816.623
	Samlede aktiver	3.484.949	3.424.403
	Indskud	783.759	795.275
	Obligationer udstedt af Realkredit Danmark	614.325	557.699
	Forpligtelser vedrørende handelsporteføljen	531.860	697.913
	Andre forpligtelser	1.417.001	1.247.661
	Samlede forpligtelser	3.346.945	3.298.548
	Samlet egenkapital	138.004	125.855
	(DKK mio.)	1. Halvår 2013	1. Halvår 2012
	Resultatopgørelse		
	Samlede indtægter	20.003	23.450
	Omkostninger	-11.918	-12.371
	Nedskrivninger på udlån	-2.383	-4.598
	Resultat før skat	-809	-2.406
	Skat	-1.237	-1.802
	Årets resultat	3.656	2.273
	Balance		
	Udlån	1.589.768	1.662.441
	Aktiver vedrørende handelsporteføljen	721.484	862.961

⁴ I henhold til prospektsupplementet dateret 7 august 2013, er de udvalgte finansielle oplysninger om Danske Bank opdateret til at indeholde den konsoliderede ureviderede halvårsrapport af 30 juni 2013.

⁵ 2012 er blevet gentaget på grund af implementeringen af IAS 19, Employee Benefits, fra 1 januar 2013. Endvidere er der lavet ændringer til de udvalgte historiske nøgletal som præsenteret i note 1 i halvårsrapporten for 2013.

Andre aktiver	1.005.852	954.946
Samlede aktiver	3.317.104	3.480.348
Indskud	796.785	730.59
Obligationer udstedt af Realkredit Danmark	616.457	596.837
Forpligtelser vedrørende handelsporteføljen	455.351	628.008
Andre forpligtelser	1.306.887	1.397.086
Samlede forpligtelser	3.175.480	3.352.521
Samlet egenkapital	141.624	127.827

	<p>Erklæring om, at der ikke er sket væsentlige forværringer</p> <p>Beskrivelse af væsentlige ændringer i den finansielle eller handelsmæssige stilling</p>	<p>Der er ikke sket nogen væsentlig ændring i Udstederens finansielle stilling eller handelsposition eller i Udstederens og dens datterselskabers finansielle stilling som helhed siden den 31. marts 2013, som er den sidste dag i den regnskabsperiode, for hvilken Udstederens seneste regnskab er udarbejdet.</p> <p>Der er ikke sket nogen væsentlig negativ ændring i Udstederens udsigter siden den 31. december 2012, som er den sidste dag i den regnskabsperiode, for hvilken Udstederens seneste reviderede regnskab er udarbejdet.</p>
B.13	Begivenheder, der er indtruffet for nylig, og som er væsentlige ved bedømmelsen af Udstederens solvens	Ikke relevant. Der er ikke for nylig indtruffet specielle begivenheder for Udstederen, som i væsentligt omfang er relevante for vurderingen af Udstederens solvens.
B.14	Afhængighed af andre enheder i Koncernen	Jf. Element B.5. Ikke relevant. Udstederen er ikke afhængig af andre enheder i Koncernen.
B.15	Hovedaktiviteter	Koncernen er den førende udbyder af finansielle ydelser i Danmark – og en af de største i Norden målt på samlede aktiver pr. 31. december 2012 (kilde: Finansrådet). Koncernen tilbyder sine kunder i Danmark og på sine andre markeder en bred vifte af ydelser, der afhængig af det enkelte marked omfatter bankvirksomhed, realkredit, forsikring, handel, leasing, ejendomsmæglervirksomhed og kapitalforvaltning. Koncernen har en førende markedsposition i Danmark og er en af de større banker i Nordirland og Finland. Koncernen har desuden væsentlige aktiviteter på sine andre hovedmarkeder i Sverige, Norge, Irland og Baltikum.

B.16	Aktionærer med bestemmende indflydelse	Ikke relevant. Udstederen er ikke bekendt med nogen aktionær eller gruppe af forbundne aktionærer, der direkte eller indirekte kontrollerer Udstederen.
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Afsnit C – Gældsinstrumenter

Element	Titel	
C.1	Beskrivelse af Gældsinstrumenterne/ISIN	<p>Gældsinstrumenterne er referenceemne-relaterede obligationer.</p> <p>Serienummeret er DDBO3001. Tranchenummeret er 1.</p> <p>International Securities Identification Number (ISIN) er DK0030326632. Den fælles kode er 003032663. VP-identifikationsnummeret er DK0030326632</p> <p>Beregningsbeløbet (BB) er 1.000.</p>
C.2	Valuta	Gældsinstrumenterne er i EUR og den angivne valuta for betalinger vedrørende Gældsinstrumenterne er EUR.
C.5	Indskrænkninger i Gældsinstrumenternes omsættelighed	<p>Overdragelse af Gældsinstrumenterne kan alene ske gennem det elektroniske system og register, der føres af VP.</p> <p>Gældsinstrumenterne er frit omsættelige med forbehold for udbuds- og salgsbegrænsningerne i USA, EØS, Storbritannien, Danmark, Finland og Sverige og lovgivningen i enhver jurisdiktion, hvor Gældsinstrumenterne udbydes eller sælges.</p>
C.8	Gældsinstrumenternes rettigheder, herunder rangorden og begrænsninger i disse rettigheder	<p>Gældsinstrumenterne er blandt andet omfattet af vilkår og betingelser vedrørende:</p> <p>Rangorden</p> <p>Gældsinstrumenterne udgør direkte, ubetingede, ikke-efterstillede og usikrede forpligtelser for Udstederen og har samme rettigheder og er indbyrdes sideordnede, og de har mindst samme rettigheder som alle andre ikke-efterstillede og usikrede nuværende og fremtidige forpligtelser (herunder forpligtelser vedrørende indskud) for Udstederen (bortset fra visse ufravigelige undtagelser, der er bestemt ved lov).</p>
		<p>Beskatning</p> <p>Alle betalinger vedrørende Gældsinstrumenterne sker uden skatteindeholdelse eller -fradrag i Danmark. Hvis der foretages et sådant fradrag, vil Udstederen undtagen i visse begrænsede tilfælde skulle betale yderligere beløb i kompensation for de fradragne beløb. Hvis Udstederen skal betale sådanne yderligere beløb og ikke kan undgå det ved at tage rimelige skridt, kan</p>

		Udstederen førtidsindfri Gældsinstrumenterne ved betaling af førtidsindfrielsesbeløbet vedrørende hvert beregningsbeløb.
		<p>Negativerklæringer og cross default</p> <p>Gældsinstrumenternes vilkår vil ikke drage fordel af nogen negativerklæringer eller cross-default-bestemmelser.</p>
		<p>Misligholdelsesbegivenheder</p> <p>Gældsinstrumenternes vilkår vil blandt andet indeholde følgende misligholdelsesbegivenheder: 1) misligholdelse af betaling af forfalden hovedstol eller rente vedrørende Gældsinstrumenterne, der fortsætter i en periode på fem dage efter den dato, hvor Udstederen er blevet underrettet herom, 2) misligholdelse af opfyldelsen eller overholdelsen af enhver forpligtelse for Udstederen i henhold til Gældsinstrumenterne, hvis den pågældende misligholdelse ikke er afhjulpet, senest 30 dage efter Udstederen har modtaget meddelelse om, at misligholdelsen kræves afhjulpet, 3) i tilfælde af at der indledes eller håndhæves eller begæres en juridisk proces i eller mod en del af Udstederens aktiver, der har væsentlig indvirkning på Udstederens drift, og denne proces ikke bringes til ophør eller udsættes senest 60 dage efter den er indledt, håndhævet eller begæret, 4) begivenheder vedrørende Udstederens konkurs og 5) Finanstilsynets begæring om Udstederens betalingsstandsning.</p>
		<p>Generalforsamlinger</p> <p>Gældsinstrumenternes vilkår indeholder bestemmelser om indkaldelse af generalforsamlinger for indehaverne til behandling af emner, der påvirker deres interesser generelt. Disse bestemmelser tillader definerede majoriteter at binde alle indehavere, herunder indehavere, der ikke deltager og stemmer på den relevante generalforsamling, og indehavere, der stemte mod majoriteten.</p>
		<p>Lovvalg</p> <p>Engelsk ret, bortset fra, at Gældsinstrumenternes registrering i VP Securities reguleres af dansk ret.</p>
C.11	Optagelse til handel	Gældsinstrumenterne er søgt optaget til handel på NASDAQ OMX i København.
C.15	Beskrivelse af, hvordan værdien af investeringen påvirkes af det eller de underliggende instrumenter	<p>Det indfrielsesbeløb, der skal betales ved udløb, er med forbehold for et mindste indfrielsesbeløb på 0 % af beregningsbeløbet.</p> <p>Jf. tillige Element C.18 nedenfor.</p>
C.16	Udløbsdato og sidste referencedato	Udløbsdatoen er 30 September 2018. Den sidste referencedato er den sidste værdiansættelsesdato, der er angivet i C.18 nedenfor.

C.17	Afregningsproce- dure for derivater	Gældsinstrumenterne er kontantafregnede Gældsinstrumenter.
C.18	Udbytte af derivater	Det eventuelle rentebeløb og indfrielsesbeløb, der er skyldigt ved udløb, fastsættes som følger:
		Rente Gældsinstrumenterne forrentes ikke.
		Førtidsindfrielse
		Der henvises til afsnittene "Beskatning" og "Misligholdelsesbegivenheder" i Element C.8 ovenfor og til "Dage med Handelsforstyrrelser, Markedsforstyrrende Begivenheder og Tilpasninger" nedenfor for oplysninger om førtidsindfrielse vedrørende Gældsinstrumenterne.
		Desuden kan Udstederen, hvis Udstederen fastslår, at opfyldelse af dennes forpligtelser i henhold til Gældsinstrumenterne eller at eventuelle aftaler indgået for at afdække dennes forpligtelser i henhold til Gældsinstrumenterne er blevet eller vil blive helt eller delvist ulovlige som følge af iagttagelse af enhver gældende nuværende eller fremtidig lov (en " ulovlighed "), indfri Gældsinstrumenterne førtidigt, og hvis og i det omfang lovgivningen tillader det, betale et beløb svarende til det førtidige indfrielsesbeløb for hvert beregningsbeløb.
		Under de ovenfor angivne omstændigheder vil " førtidsindfrielsesbeløbet ", der skal betales ved en sådan førtidsindfrielse af Gældsinstrumenterne, udgøre et beløb fastsat af Beregningsagenten, som repræsenterer Gældsinstrumenternes markedsværdi (hvilket beløb skal inkludere rentebeløb) på den af Udstederen valgte dag (i tilfælde af førtidsindfrielse efter en ulovlighed, ses bort fra den relevante ulovlighed), men reguleret (undtagen i tilfælde af førtidsindfrielse efter en misligholdelsesbegivenhed), så der tages højde for tab, udgifter og omkostninger for Udstederen og/eller dennes tilknyttede selskaber i forbindelse med afvikling af afdæknings- og finansieringsaftaler vedrørende Gældsinstrumenterne, forudsat at der ikke ved fastsættelsen af markedsværdien af Gældsinstrumenterne efter en misligholdelsesbegivenhed tages højde for Udstederens finansielle stilling, idet det forudsættes, at Udstederen kan opfylde sine forpligtelser vedrørende Gældsinstrumenterne fuldt ud.
		Autocall
		Ud over ovenstående kan Gældsinstrumenterne førtidsindfries efter en autocall-begivenhed under de i Element C.18 nedenfor angivne omstændigheder og betaler et beløb svarende til førtidsindfrielsesbeløbet vedrørende hvert fastsatte beregningsbeløb som beskrevet deri.
		Førtidsindfrielse (Autocall) Gældsinstrumenterne kan indfries førtidigt under de nedenfor angivne omstændigheder ved betaling af førtidsindfrielsesbeløbet vedrørende hvert

beregningsbeløb.

Hvis det Relevante Autocall-afkast (t) på en angiven autocall-værdiansættelsesdato er større end eller lig med Autocall-grænsen, skal Gældsinstrumenterne indfries førtidigt, og førtidsindfrielsesbeløbet vedrørende hvert beregningsbeløb ("BB") er det "**Autocall-førtidsindfrielsesbeløb**", der fastsættes med udgangspunkt i følgende formel:

$$BB + [BB \times t \times \text{Autocall-procent}]$$

Til brug for ovenstående:

"Autocall-grænse" = 100%

"Autocall-procent" = 9,55%

"autocall-værdiansættelsesdatoer" = $t=1$ 16 september 2014, $t=2$ 16 september 2015, $t=3$ 16 september 2016, $t=4$ 16 september 2017, $t=5$ 16 september 2018 (med forbehold for udskydelse)

"Autocall-afkast" vedrørende Referenceemnet og en angiven autocall-værdiansættelsesdato (t) betyder niveau for det pågældende Referenceemne på den angivne autocall-værdiansættelsesdato (t) DIVIDERET MED det niveau for Referenceemnet på den første værdiansættelsesdato, udtrykt som et procenttal.

"Relevant Autocall-afkast" betyder Autocall-afkastet af Referenceemnet

Indfrielse

Medmindre Gældsinstrumenterne tidligere er blevet indfriet eller købt og annulleret, vil de blive indfriet til deres Endelige Indfrielsesbeløb på Udløbsdatoen.

Det Endelige Indfrielsesbeløb vedrørende hvert beregningsbeløb ("BB") er knyttet til afkastet af Referenceemnet og er det Referenceemne-relaterede Indfrielsesbeløb, der er fastsat nedenfor:

Det Referenceemne-relaterede Indfrielsesbeløb er "**Autocall-indfrielsesbeløbet**", der fastsættes som følger:

- 1) hvis det Relevante Autocall-afkast (som defineret ovenfor) vedrørende den sidste værdiansættelsesdato ($t = y$) er lig med eller større end Autocall-grænsen (som defineret ovenfor), et beløb fastsat med udgangspunkt i følgende formel:

$$BB + [BB \times y \times \text{Autocall-procent (som defineret ovenfor)}]$$

- 2) hvis det Relevante Autocall-afkast vedrørende den sidste værdiansættelsesdato ($t = y$) er mindre end Autocall-grænsen, men større end eller lig med Put-grænsen, BB

		<p>3) hvis det Relevante Autocall-afkast vedrørende den sidste værdiansættelsesdato ($t = y$) er mindre end Put-grænsen, et beløb fastsat med udgangspunkt i følgende formel:</p> $\text{BB} \times \text{det Relevante Autocall-afkast vedrørende den sidste værdiansættelsesdato } (t = y)$ <p>“Put-grænse” = 60%</p> <p><i>Værdiansættelse</i></p> <p>“første værdiansættelsesdato” = 16 september 2013 (med forbehold for udskydelse)</p>								
		<p><i>Dage med Handelsforstyrrelser, Markedsforstyrrende Begivenheder og Tilpasninger</i></p> <p>Gældsinstrumenternes vilkår indeholder bestemmelser vedrørende henholdsvis begivenheder, der påvirker Referenceemnet, ændring eller ophør af Referenceemnet og markedsforstyrrelsesbestemmelser samt bestemmelser vedrørende efterfølgende korrektioner af niveauet for Referenceemnet og oplysninger om konsekvenserne af disse begivenheder. Sådanne bestemmelser kan give Udstederen ret til enten at kræve, at beregningsagenten fastsætter hvilke tilpasninger, der skal foretages efter den relevante begivenhed (hvilket kan indebære udskydelse af en påkrævet værdiansættelse, betaling eller udskiftning af et erstatningsreferenceemne), eller at annullere Gældsinstrumenterne og betale et beløb, der er lig med førtidsindfrielsesbeløbet som angivet i Element C.16 ovenfor.</p>								
C.19	Udnyttelseskurs/ endelig referencekurs	Jf. Element C.18 ovenfor.								
C.20	Underliggende	Hvert Referenceemne, der er beskrevet under overskriften “Beskrivelse af Referenceemnet” i nedenstående tabel, der er den type Referenceemne, der er beskrevet under overskriften “Klassificering” i nedenstående tabel.								
		<table border="1"> <thead> <tr> <th>Beskrivelse af Referenceemne</th> <th>Klassificering</th> <th>Elektronisk side</th> <th>Vægtning</th> </tr> </thead> <tbody> <tr> <td>EURO STOXX 50</td> <td>Indeks</td> <td>Bloomberg side: SXSE Index</td> <td>100</td> </tr> </tbody> </table>	Beskrivelse af Referenceemne	Klassificering	Elektronisk side	Vægtning	EURO STOXX 50	Indeks	Bloomberg side: SXSE Index	100
Beskrivelse af Referenceemne	Klassificering	Elektronisk side	Vægtning							
EURO STOXX 50	Indeks	Bloomberg side: SXSE Index	100							
		Oplysninger vedrørende Referenceemnet kan indhentes fra den elektroniske side, der er angivet under overskriften “Elektronisk Side” for det pågældende Referenceemne i tabellen ovenfor og fra andre internationalt anerkendte, offentligtgjorte eller elektronisk viste kilder.								

Afsnit D - Risici

Element	Titel	
D.2	De vigtigste risici, der specifikt vedrører Udstederen	<p>Ved køb af Gældsinstrumenter påtager investor sig den risiko, at Udstederen bliver insolvent eller på anden måde ude af stand til at betale alle forfaldne beløb vedrørende Gældsinstrumenterne. Der er en lang række faktorer, der hver især eller tilsammen kan medføre, at Udstederen bliver ude af stand til at betale alle forfaldne beløb vedrørende Gældsinstrumenterne. Det er ikke muligt at identificere alle disse faktorer eller fastslå, hvilke faktorer der mest sandsynligt indtræffer, idet Udstederen muligvis ikke er bekendt med alle relevante faktorer, og visse faktorer, som Udstederen på nuværende tidspunkt ikke anser for væsentlige, kan blive væsentlige som følge af begivenheder uden for Udstederens kontrol. I Basisprospektet har Udstederen identificeret en række faktorer, der kan få en væsentlig negativ indvirkning på dennes virksomhed og evne til at betale forfaldne beløb i henhold til Gældsinstrumenterne. Disse faktorer omfatter blandt andet:</p> <ul style="list-style-type: none"> • Koncernen er udsat for en række risici inden for kategorierne kreditrisiko, markedsrisiko, likviditetsrisiko, driftsrisiko, forsikringsrisiko og pensionsrisiko, • lovgivnings- og tilsynsmæssige ændringer kan få en væsentlig indvirkning på Udstederens virksomhed, • Udstederen står over for skærpede kapital- og likviditetskrav som følge af det nye Basel III-regelsæt, • Koncernen vil muligvis skulle betale yderligere beløb i henhold til indskudsgarantiordninger eller afviklingsfonde, • Koncernen kan blive påvirket af generelle samfundsøkonomiske eller geopolitiske forhold, og • virkningen af den europæiske implementering af Basel III.
D.6	Nøgleoplysninger om de vigtigste risici, der er specifikke for Gældsinstrumenterne	<p><i>Udstederen vurderer, at de nedenfor opsummerede faktorer udgør de vigtigste iboende risici ved investering i Gældsinstrumenterne, men Udstederen vil muligvis ikke kunne betale beløb på eller i forbindelse med Gældsinstrumenterne af andre grunde, som muligvis ikke betragtes som væsentlige risici af Udstederen baseret på de oplysninger, som på nuværende tidspunkt foreligger for Udstederen, og som Udstederen på nuværende tidspunkt muligvis ikke er i stand til at forudse.</i></p>
		<p>Gældsinstrumenterne kan indebære en høj grad af risiko. Visse faktorer er væsentlige for at vurdere den markedsrisiko og den generelle risiko der er forbundet med en investering i Gældsbeviserne, som inkluderer, men ikke begrænset til, følgende: markedsværdien af Gældsbeviserne vil blive påvirket af en række faktorer uafhængigt af Udstederens kreditværdighed, Udstederens kreditrating afspejler muligvis ikke alle risici forbundet med en investering i Gældsbeviserne, Gældsbeviserne er muligvis ikke en passende investering for alle investorer, da VP Systems Gældsbeviserne er</p>

dematerialiserede værdipapirer, vil investorerne skulle forlade sig på clearingsystemernes procedurer for overførsel, betaling og kommunikation med Udstederen, skatter og udgifter kan være skyldige for indehaverne i forbindelse med Gældsbeviserne, der kan være kildeskat i henhold til rentebeskatningsdirektivet, kildeskat i henhold til U.S. Foreign Account Tax Compliance Act kan påvirke betaling under Gældsbeviserne, Gældsbevisernes regler og vilkår kan indeholde bestemmelser som tillader ændringer uden samtlige investorers samtykke, værdien af Gældsbeviserne kan blive ugunstigt påvirket af ændringer i gældende lovgivning eller administrativ praksis, Udstederen har udstedt covered bonds og ethvert relevant krav mod disse covered bonds ikke kan dækkes af puljen af aktiver eller provenuet herfra, ethvert tilbageværende krav vil efterfølgende være ligestillet med Udstederens forpligtelser under Gældsbeviserne.

Yderligere er der visse faktorer som er væsentlige for vurderingen af risikoen forbundet med Gældsbevisernes strukturer, som uden begrænsning inkluderer følgende: hvis udstederens forpligtelser under Gældsbeviserne bliver ulovlige kan Udstederen indløse Gældsbeviserne.

Der er vise yderligere risici forbundet med Gældsbeviser forbundet til Referenceemner: potentielle investorer i Gældsinstrumenterne bør forstå de risici, der er forbundet med transaktioner, der involverer Gældsinstrumenterne, og bør først træffe en beslutning om investering efter nøje overvejelse i samråd med deres rådgivere af hensigtsmæssigheden af Gældsinstrumenterne i lyset af deres særlige økonomiske forhold, oplysninger i Basisprospektet og oplysningerne vedrørende Gældsinstrumenterne og Referenceemnet, som værdien af eller betalinger vedrørende Gældsinstrumenterne vedrører. Svingninger i værdien og/eller volatiliteten af Referenceemner kan påvirke værdien af Gældsbeviserne. Investorer kan risikere at miste hele deres investering hvis værdien af referenceemnet ikke bevæger sig i den forventede retning. Markedsforstyrrelser eller andre justerende hændelser (inkluderende uden begrænsning, at det relevante Referenceemne kan blive udskiftet) eller at gældsbeviserne kan blive førtidsindfriet. Yderligere kan Udstederens afdækningsarrangementer påvirke værdien af Gældsbeviserne og der kan være interessekonflikter i relation til gældsbeviserne.

Gældsinstrumenterne udgør en investering, der er knyttet til afkastet af Referenceemnet, og potentielle investorer bør være opmærksomme på, at det eventuelle afkast af deres investering i Gældsinstrumenterne afhænger af Referenceemnets afkast.

DET BELØB, DER BETALES VED INDFRIELSE AF GÆLDSINSTRUMENTERNE, KAN VÆRE MINDRE END GÆLDSINSTRUMENTERNES HOVEDSTOL PLUS PÅLØBET RENTE OG KAN UNDER VISSE OMSTÆNDIGHEDER VÆRE NUL. INVESTORER KAN MISTE VÆRDIEN AF HENHOLDSVIS HELE ELLER EN DEL AF DERES INVESTERING.

Afsnit E – Udbud

Element	Titel	
E.2b	Baggrund for udbuddet og anvendelse af provenu, når der ikke er tale om at generere overskud og/eller afdække visse risici	Nettoprovenuet fra de enkelte udstedelser af Gældsinstrumenter vil blive anvendt af Udstederen til opfyldelse af generelle finansieringskrav.
E.3	Vilkår og betingelser for udbuddet	<p>Denne udstedelse af Gældsinstrumenter udbydes i Danmark, Sverige, Finland og Luxembourg.</p> <p>Gældsinstrumenternes Udstedelseskurs udgør 101 % af deres hovedstol.</p> <p>En Investor, der agter at købe, eller som køber, Gældsinstrumenter i et Ikke-fritaget Udbud fra en Bemyndiget Udbyder, vil gøre det i overensstemmelse med de vilkår og andre aftaler, der foreligger mellem den pågældende Bemyndigede Udbyder og den pågældende Investor, herunder kurs-, fordelings- og afviklingsaftaler, og det samme gælder udbud og salg af de pågældende Gældsinstrumenter til en Investor fra en Bemyndiget Udbyder.</p>
E.4	Interesser, der er væsentlige for udstedelse /udbud, herunder interessekonflikter	Ikke relevant. Udstederen bekendt er der ingen personer involveret i udstedelsen af Gældsinstrumenterne, som har en væsentlig interesse i udbuddet.
E.7	Udgifter, der pålægges investor	Udstederen eller en Bemyndiget Udbyder (som defineret ovenfor) opkræver ingen udgifter fra en investor.

