

12 January 2015

DNB Bank ASA

Issue of EUR 50,000,000 Floating Rate Notes due 13 January 2020

(to be consolidated and form a single series with the EUR 300,000,000 Floating Rate Notes due 13 January 2020 to be issued on 13 January 2015 and the EUR 100,000,000 Floating Rate Notes due 13 January 2020 also to be issued on 13 January 2015)

**under the
€45,000,000,000 Euro Medium Term Note Programme**

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 14 November 2014 which constitutes a base prospectus for the purposes of Directive 2003/71/EC (the **Prospectus Directive**) as amended (which includes the amendments made by Directive 2010/73/EU (the **2010 PD Amending Directive**) to the extent that such amendments have been implemented in a relevant Member State). 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 the Base Prospectus. Full information on DNB Bank ASA (the **Issuer**) and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. These Final Terms and the Base Prospectus have been published on the website of the Central Bank of Ireland at <http://www.centralbank.ie/securities-markets/prospectus/Pages/approvedprospectus.aspx> and the website of the Irish Stock Exchange www.ise.ie.

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| 1. | Issuer: | DNB Bank ASA |
| 2. | (i) Series Number: | 611 |
| | (ii) Tranche Number: | 3 |
| | (iii) Date on which the Notes will be consolidated and form a single Series: | The Notes will, on and from the Issue Date, be consolidated and form a single Series with the EUR 300,000,000 Floating Rate Notes due 2020 to be issued on 13 January 2015 as Tranche 1 of Series 611 and the EUR 100,000,000 Floating Rate Notes due 2020 to be issued on the 13 January 2015 as Tranche 2 of Series 611 |
| 3. | Specified Currency or Currencies: | Euro ("EUR") |
| 4. | Aggregate Nominal Amount: | |
| | Series: | EUR 450,000,000 |
| | Tranche: | EUR 50,000,000 |
| 5. | Issue Price: | 100.0504 per cent. of the Aggregate Nominal Amount plus one day's interest of EUR 547.67 |
| 6. | (i) Specified Denomination(s): | EUR 100,000 |

EXECUTION VERSION

	(ii)	Calculation Amount:	EUR 100,000
7.	(i)	Issue Date:	14 January 2015
	(ii)	Interest Commencement Date:	13 January 2015
8.		Maturity Date:	Interest Payment Date falling in or nearest to January 2020
9.		Interest Basis:	3 month EURIBOR + 0.32 per cent. Floating Rate (further particulars specified below)
10.		Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount
11.		Change of Interest Basis:	Not Applicable
12.		Put/Call Options:	Not Applicable
13.		Status of the Notes:	Unsubordinated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.		Fixed Rate Note Provisions	Not Applicable
15.		Floating Rate Note Provisions	Applicable
	(i)	Specified Interest Payment Dates:	13 January, 13 April, 13 July and 13 October in each year commencing on 13 April 2015 up to and including 13 January 2020, all subject to adjustment in accordance with the Business Day Convention specified below
	(ii)	First Interest Payment Date:	13 April 2015
	(iii)	Business Day Convention:	Modified Following Business Day Convention
	(iv)	Additional Business Centre(s):	London and TARGET2
	(v)	Manner in which the Rate of Interest and Interest Amount is to be determined:	Screen Rate Determination
	(vi)	Party responsible for calculating the Rate of Interest and Interest Amount (if not the Agent):	Not Applicable
	(vii)	Screen Rate Determination:	
		— Reference Rate and Relevant Financial Centre:	Reference Rate: 3 month EURIBOR Relevant Financial Centre: Brussels

	Reference Currency: EUR
	Designated Maturity: 3 months
	Specified Time: 11:00 a.m. in the Relevant Financial Centre
– Interest Determination Date(s):	Second day on which the TARGET2 System is open prior to the start of each Interest Period
– Relevant Screen Page:	Reuters EURIBOR01
(viii) ISDA Determination	Not Applicable
(ix) Linear Interpolation:	Not Applicable
(x) Margin(s):	+ 0.32 per cent. per annum
(xi) Minimum Rate of Interest:	Not Applicable
(xii) Maximum Rate of Interest:	Not Applicable
(xiii) Day Count Fraction:	Actual/360
16. Reset Note Provisions	Not Applicable
17. Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

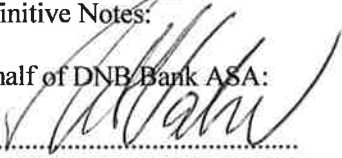
18. Issuer Call	Not Applicable
19. Investor Put	Not Applicable
20. Final Redemption Amount:	EUR 100,000 per Calculation Amount
21. Early Redemption Amount(s) payable on redemption for taxation reasons or on event of default:	EUR 100,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22. Form of Notes:	
(i) Form:	Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for Definitive Bearer Notes only upon an Exchange Event
(ii) New Global Note:	Yes
23. Additional Financial Centre(s):	Not Applicable

24. Talons for future Coupons to be attached to Definitive Notes: No

Signed on behalf of DNB Bank ASA:

By: 

Duly authorised

Knut Vatn
Senior Vice President

PART B – OTHER INFORMATION**1. LISTING AND ADMISSION TO TRADING:**

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| (i) | Listing and admission to trading: | Application has been made for the Notes to be admitted to trading on The Official List of the Irish Stock Exchange with effect from the Issue Date. |
| (ii) | Estimate of total expenses related to admission to trading: | EUR 500 |

2. RATINGS:

The Notes to be issued are expected to be rated

A1 (stable) by Moody's Investors Service Limited

A+ (stable) by Standard & Poor's Credit Market Services Europe Limited

Each of Moody's Investors Service Limited and Standard & Poor's Credit Market Services Europe Limited is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the "CRA Regulation").

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE:

Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. YIELD:

Indication of yield:	Not Applicable
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5. OPERATIONAL INFORMATION:

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| (i) | ISIN Code: | XS1165750198 |
| (ii) | Common Code: | 116575019 |
| (iii) | CUSIP Number: | Not Applicable |
| (iv) | Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking, <i>société anonyme</i> and SIS and the relevant identification number(s): | Not Applicable |
| (v) | Delivery: | Delivery against payment |
| (vi) | Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |

- (vii) Intended to be held in a manner which would allow Eurosystem eligibility: Yes. Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that the Eurosystem eligibility criteria have been met.

6. DISTRIBUTION:

- (i) If syndicated, names of Managers: Not Applicable
- (ii) Date of Subscription Agreement: Not Applicable
- (iii) Stabilising Manager(s) (if any): Not Applicable
- (iv) If non-syndicated, name of relevant Dealer: J.P. Morgan Securities plc
- (v) U.S. Selling Restrictions: TEFRA D
- (vi) Whether sales to QIBs under Rule 144A and/or private placement sales to Institutional Accredited Investors in the United States are permitted to be made: No

7. THIRD PARTY INFORMATION:

Not Applicable