

FINAL TERMS

15th December 2011

Terra BoligKreditt AS

Issue of NOK 1,000,000,000 Fixed Rate Notes due 22nd June 2016 (Extendable to 22nd June 2017) under the €10,000,000,000 Euro Medium Term Covered Note Programme

PART A — CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the the Terms and Conditions of the VPS Notes set forth in the Offering Circular dated 7 September 2011 which constitutes a base prospectus for the purposes of Directive 2003/71/EC (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 the Offering Circular. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Offering Circular. The Offering Circular is available for viewing at Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB and copies may be obtained from the registered office of the Issuer and at the specified office of the Agent.

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|---|---|
| 1. Issuer: | Terra BoligKreditt AS |
| 2. (a) Series Number: | 27 |
| (b) Tranche Number: | 1 |
| 3. Specified Currency or Currencies: | NOK |
| 4. Aggregate Nominal Amount: | |
| (a) Series: | NOK 1,000,000,000 |
| (b) Tranche: | NOK 1,000,000,000 |
| 5. Issue Price: | 100 per cent. of the Aggregate Nominal Amount |
| 6. (a) Specified Denominations: | NOK 1,000,000 |
| (b) Calculation Amount
(Applicable to Notes in definitive form.) | Not Applicable |
| 7. (a) Issue Date: | 22 nd December 2011 |
| (b) Interest Commencement Date: | 22 nd December 2011 |
| 8. Maturity Date: | 22 nd June 2016 |

9. Extended Final Maturity Date:

Interest Payment Date falling in or nearest to 22nd June 2017

If an Extended Final Maturity Date is specified and the Final Redemption Amount is not paid in full on the Maturity Date, payment of the unpaid amount will be automatically deferred until the Extended Final Maturity Date, provided that any amount representing the Final Redemption Amount due and remaining unpaid on the Maturity Date may be paid by the Issuer on any Interest Payment Date occurring thereafter up to (and including) the relevant Extended Final Maturity Date.

10. Interest Basis:

3.75 per cent. Fixed Rate from and including the Interest Commencement Date to but excluding the Maturity Date.

3 month NIBOR + 0.75 per cent Floating Rate from and including the Maturity Date to but excluding the Extended Final Maturity Date.
(further particulars specified below)

11. Redemption/Payment Basis:

Redemption at par

12. Change of Interest Basis or Redemption/
Payment Basis:

If the Issuer has failed to pay the Final Redemption Amount on the Maturity Date specified in the Final Terms, then payment of the unpaid amount by the Issuer shall be deferred until the Extended Final Maturity Date, provided that any amount representing the Final Redemption Amount due and remaining unpaid on the Maturity Date may be paid by the Issuer on any Interest Payment Date occurring thereafter up to (and including) the relevant Extended Final Maturity Date. Interest will continue to accrue on any unpaid amount and will be payable on each Interest Payment Date falling after the Maturity Date up to (and including) the Extended Final Maturity Date.

13. Put/Call Options:

Not Applicable

14. Date Board approval for issuance of Notes obtained:

18th August 2011

15. Method of distribution:

Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16. Fixed Rate Note Provisions

Applicable relating to the period from and including the Interest Commencement Date to but excluding the Maturity Date

Rate(s) of Interest:

3.75 per cent. per annum payable in arrear

Interest Payment Date(s):	Short first period from 22 nd December 2011 till 22 nd June 2012. After that 22 nd June in each year up to and including the Maturity Date. See also Extended Final Maturity Date
Fixed Coupon Amount(s):	Not Applicable
Broken Amount(s):	Not Applicable
Day Count Fraction:	30/360
Determination Date(s):	Not Applicable
Other terms relating to the method of calculating interest for Fixed Rate Notes:	See Interest Basis

17. Floating Rate Note Provisions	Applicable relating to the period from and including the Maturity Date to but excluding the Extended Final Maturity Date
Specified Period(s)/Specified Interest Payment Dates:	22 nd June, 22 nd September, 22 nd December and 22 nd March in each year from and including the Maturity Date to and excluding the Extended Final Maturity Date, subject to adjustment in accordance with the Business Day Convention below.
Business Day Convention:	Modified Following Business Day Convention
Additional Business Centre(s):	Oslo, Norway
Manner in which the Rate of Interest and Interest Amount is to be determined:	ISDA Determination
Party responsible for calculating the Rate of Interest and Interest Amount (if not the Agent):	Not Applicable
Screen Rate Determination:	Not Applicable
ISDA Determination:	NIBOR
Floating Rate Option:	3 months.
Designated Maturity:	The first day of each Interest Period
Reset Date:	
Margin(s):	+ 0.75 per cent. per annum
Minimum Rate of Interest:	Not Applicable
Maximum Rate of Interest:	Not Applicable
Day Count Fraction:	Actual/360
Fallback provisions, rounding provisions and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the Terms and Conditions of the VPS Notes	Not Applicable

18. Zero Coupon Note Provisions	Not Applicable
19. Index Linked Interest Note Provisions	Not Applicable
20. Dual Currency Interest Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

21. Issuer Call:	Not Applicable
22. Investor Put:	Not Applicable
23. Final Redemption Amount:	100 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24. Form of Notes:	
(a) Form:	VPS Notes issued in uncertificated book entry form
(b) New Global Note:	No
25. Additional Financial Centre(s) or other special provisions relating to Payment Days:	Oslo, Norway
26. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
27. Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:	Not Applicable
28. Details relating to Instalment Notes:	
(a) Instalment Amount(s):	Not Applicable
(b) Instalment Date(s):	Not Applicable
29. Redenomination applicable:	Redenomination not applicable
30. Other final terms:	Not Applicable

DISTRIBUTION

31. (a) If syndicated, names of Managers: Not Applicable
- (b) Stabilising Manager (if any): Not Applicable
32. If non-syndicated, name of relevant Dealer: Swedbank Markets Oslo, Norway
33. Whether TEFRA D or TEFRA C rules applicable or TEFRA rules not applicable or TEFRA D (Swiss practice): TEFRA D
34. Additional selling restrictions: Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for the issue and admission to trading on the London Stock Exchange's Regulated Market and, if relevant, listing on the Official List of the UK Listing Authority of the Notes described herein pursuant to the €10,000,000,000 Euro Medium Term Covered Note Programme of Terra BoligKreditt AS.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of Terra BoligKreditt AS:

By:
Duly authorised

PART B — OTHER INFORMATION

1. LISTING

- a. Listing and Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Oslo Stock Exchange's Regulated Market.
- b. Estimate of total expenses related to admission to trading: NOK 31.500 per year

2. RATINGS

Ratings: The Notes to be issued under the Euro Medium Term Covered Note Programme have been rated:

Moody's: Aa2

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

Not Applicable

4. ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- a. Reasons for the offer: See "Use of Proceeds" wording in the Prospectus
- b. Estimated net proceeds: NOK 1,000,000,000
- c. Estimated total expenses: Not Applicable

5. YIELD (*Fixed Rate Notes only*)

Indication of yield: Not Applicable

6. PERFORMANCE OF INDEX/FORMULA AND OTHER INFORMATION CONCERNING THE UNDERLYING (*Index-Linked Notes only*)

Not Applicable

7. PERFORMANCE OF RATE[S] OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT (*Dual Currency Notes only*)

Not Applicable

8. OPERATIONAL INFORMATION

- | | |
|---|---|
| a. ISIN Code: | NO0010631336 |
| b. Common Code: | Not Applicable |
| c. Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking, société anonyme or Swiss Securities Services Corporation and the relevant identification number(s): | Verdipapirsentralen, Norway
VPS Identification number 985 140 421
The Issuer shall be entitled to obtain information from the register maintained by the VPS for the purposes of performing its obligations under the VPS Notes |
| d. Delivery: | Delivery against payment |
| e. Names and addresses of additional Paying Agent(s) (including any Swiss Paying Agents or Principal Swiss Paying Agent) (if any): | Not Applicable |
| f. Intended to be held in a manner which would allow Eurosystem eligibility: | No |

ANNEX 1

TRADING DESK AND ADMINISTRATIVE INFORMATION

The Issuer

Terra BoligKreditt AS

PO Box 2349 Solli
No 0201, Oslo
Norway

Telephone: +47 22878100
Telefax: +47 22878090
Attention: Funding (funding.tbk@terra.no)

The Dealers

UBS Limited

100 Liverpool Street
London EC2M 2RH

Telephone: +44 20 7567 2479
Telefax: +44 20 7568 3349
Attention: MTNs and Private Placements

UBS AG

Bahnhofstrasse 45
Zurich 8098
Switzerland

Telefax:: +41 1239 3324
Attention: Debt Capital Markets Origination

The Agent

Citibank N.A, London Branch

14th Floor
Citigroup Centre
Canada Square
Canary Wharf
London E14 5LB

Telephone: +353 1 622 2243
Telefax: +353 1 622 4030
Attention: Agency & Trust, MTN Issuance