Final Terms dated 17 September 2012
DONG ENERGY A/S
Issue of EUR 750,000,000 2.625 per cent. Notes due 2022
under the €5,000,000,000
Debt Issuance 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 Prospectus dated 29 March 2012 and supplementary Prospectus dated 7 September 2012 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (as amended by Directive 2010/73/EU) (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 Prospectus as so supplemented. 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 Prospectus (as so supplemented). The Prospectus and the supplementary Prospectus are available for viewing on the website of the Regulatory News Service operated by the London Stock Exchange at http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html and copies may be obtained from DONG Energy A/S, Nesa Alle 1, DK-2820 Gentofte, Denmark.

1 Issuer
   DONG Energy A/S

2 (a) Series Number:
   8

   (b) Tranche Number:
   1

3 Specified Currency or Currencies:
   EUR

4 Aggregate Nominal Amount of Notes:
   (i) Series:
       EUR 750,000,000
   (ii) Tranche:
       EUR 750,000,000

5 Issue Price:
   99.324 per cent. of the Aggregate Nominal Amount

6 (i) Specified Denominations:
    EUR 100,000 plus integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a denomination above EUR 199,000.

   (ii) Calculation Amount:
       EUR 1,000

7 (i) Issue Date:
     19 September 2012

     (ii) Interest Commencement Date:
          Issue Date

8 Maturity Date:
   19 September 2022

9 Interest Basis:
   2.625 per cent. per annum Fixed Rate

10 Redemption/Payment Basis:
    Redemption at par
11 Change of Interest or Redemption/Basis: Not Applicable
12 Put/Call Options: Not Applicable
13 (i) Status of the Notes: Senior
13 (ii) Date Board approval for issuance of Notes obtained: 12 December 2011
14 Method of distribution: Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE
15 Fixed Rate Note Provisions Applicable
15 (i) Rate of Interest: 2.625 per cent. per annum payable annually in arrear
15 (ii) Interest Payment Date(s): 19 September in each year commencing on 19 September 2013 not adjusted
15 (iii) Fixed Coupon Amount(s): EUR 26.25 per Calculation Amount
15 (iv) Broken Amount(s): Not Applicable
15 (v) Day Count Fraction: Actual/Actual - ICMA
15 (vi) Determination Date(s): 19 September in each year
15 (vii) Other terms relating to the method of calculating interest for Fixed Rate Notes: Not applicable

16 Floating Rate Note Provisions Not Applicable
17 Zero Coupon Note Provisions Not Applicable
18 Index Linked Interest Note/other variable-linked interest Note Provision Not Applicable
19 Dual Currency Interest Note Provisions Not Applicable

PROVISIONS RELATING TO REDEMPTION
20 Call Option: Not Applicable
21 Put Option: Not Applicable
22 Final Redemption Amount of each Note: EUR 1,000 per Calculation Amount
23 Early Redemption Amount As per conditions

Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if Different from that set out in the Conditions):

GENERAL PROVISIONS APPLICABLE TO THE NOTES
24 Form of Notes: Bearer Notes:
Temporary Global Note exchangeable for a
25 New Global Note: Yes

26 Financial Centre(s) or other special provisions relating to payment dates: London and TARGET

27 Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No

28 Details relating to Partly Paid Notes: Not Applicable
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:

29 Details relating to Instalment Notes: Not Applicable
amount of each instalment date on which each payment is to be made:

30 Redenomination renominalisation and reconventioning provision: Not Applicable

31 Consolidation applicable: Not applicable

32 Other final terms: Not Applicable

**DISTRIBUTION**


(ii) Stabilising Manager(s) (if any): Barclays Bank PLC

34 If non-syndicated, name of Dealer: Not Applicable

35 U.S. selling restrictions: Reg. S Compliance Category 2; TEFRA

36 Additional selling restrictions: Not Applicable

**PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for issue and admission to trading on the London Stock Exchange's EEA Regulated Market of Notes described herein pursuant to the €5,000,000,000 Debt Issuance Programme of DONG Energy A/S.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.
Signed on behalf of the Issuer:
By: .............................................
Duly authorised
PART B – OTHER INFORMATION

1. LISTING

(i) Admission to trading: Application has been made for the Notes to be admitted to trading on London Stock Exchange’s EEA Regulated Market with effect from 19 September 2012.

(ii) Estimate of total expenses related to admission to trading: EUR 4,567/ GBP 3,650

2. RATINGS

Ratings: The Notes to be issued have been rated:
S & P: A - (negative outlook)
Moody’s: Baa1 (stable outlook)

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

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

4. ESTIMATED NET PROCEEDS

Estimate net proceeds: EUR 743,055,000

5. YIELD (Fixed Rate Notes only)

Indication of yield: 2.703 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. OPERATIONAL INFORMATION

(i) ISIN Code: XS0829114999
(ii) Common Code: 082911499
(iii) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant Not Applicable
(iv) Delivery: Delivery against payment

(v) Names and addresses of initial Paying Agent(s):
    Citibank, N.A.
    Citigroup Centre
    Canada Square
    Canary Wharf
    London E14 5LB

(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 Eurosystem eligibility criteria have been met.