

UK will continue to endorse credit ratings issued by S&P or Moody's respectively.

3. REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS

Reasons for the offer: See "Use of Proceeds" in the Base Prospectus

Estimated net proceeds: €1,238,850,000

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

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Managers and their affiliates have engaged, and may in the future engage, in lending and 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.

5. YIELD (*Fixed Rate Notes only*)

Indication of yield: 0.709 percent.

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

6. DISTRIBUTION

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| (i) | If syndicated, name of Managers: | BNP Paribas
Commerzbank Aktiengesellschaft
Crédit Agricole Corporate and Investment Bank
Goldman Sachs Bank Europe SE
Intesa Sanpaolo S.p.A.
Natixis
Société Générale
UniCredit Bank AG |
| (ii) | Stabilising Manager(s) (if any): | BNP Paribas |
| (iii) | If non-syndicated, name of relevant Dealer: | Not Applicable |
| (iv) | U.S. selling restrictions: | Reg. S Compliance Category: 2
TEFRA D |
| (v) | Prohibition of Sales to EEA Retail Investors: | Applicable |
| (vi) | Prohibition of Sales to UK Retail Investors | Applicable |
| (vii) | Prohibition of Sales to Belgian Consumers: | Applicable |

7. OPERATIONAL INFORMATION

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| (i) | ISIN Code: | XS2325733413 |
| (ii) | Common Code: | 232573341 |
| (iii) | CMU Instrument Number: | Not Applicable |
| (iv) | CFI: | See the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN |