

THIS DOCUMENT IS A FREE NON BINDING TRANSLATION, FOR INFORMATION PURPOSES ONLY, OF THE FRENCH LANGUAGE "*CONDITIONS DEFINITIVES*" DATED THE DATE OF THIS DOCUMENT PREPARED BY UNEDIC. IN THE EVENT OF ANY AMBIGUITY OR CONFLICT BETWEEN CORRESPONDING STATEMENTS OR OTHER ITEMS CONTAINED IN THESE DOCUMENTS, THE RELEVANT STATEMENTS OR ITEMS OF THE FRENCH LANGUAGE "*CONDITIONS DEFINITIVES*" SHALL PREVAIL.

Final Terms dated 2 October 2019

Unédic

**Issue of € 600,000,000 - 0.00 per cent. Negotiable Medium Term Notes due 4 october 2022**

under the € 10,000,000,000 NEGOCIABLE MEDIUM TERM NOTES PROGRAMME  
of Unédic

**Issue n°: 6**

Issue Price: 101.402%

**BRED BANQUE POPULAIRE**  
**DEUTSCHE BANK AKTIENGESELLSCHAFT**  
**TULLETT PREBON**

Dealers

**PRIIPS REGULATION - PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or (ii) a customer within the meaning of Directive 2016/97/EU, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPS Regulation.

**MIFID II product governance / Professional investors and ECPs only target market** – Solely for the purposes of each manufacturer's product approval process, taking into consideration the 5 categories referred to at point 18 of the guidelines published by the European Securities and Markets Authority on 5 February 2018, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

## PARTIE A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions set forth in the Base Prospectus dated 5 October 2018 (which received on that date the visa of the *Autorité des marchés financiers* number 18-473) and in the supplement to the Base Prospectus dated 13 September 2019 (which received on that date the visa of the *Autorité des marchés financiers* number 19-437) which constitute together a base prospectus for the purposes of the Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003, as amended (which includes the amendments made by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010, to the extent that such amendments have been implemented in a Member State of the European Economic Area) or replaced (the "**Prospectus Directive**").

This document constitutes the Final Terms relating to the issue of the Notes described hereafter for the purposes of Article 5.4 of the Prospectus Directive 2003/71/EC and contains the definitive terms of the Notes. These Final Terms supplement the Base Prospectus dated 5 October 2018 and the supplement to the Base Prospectus dated 13 September 2019 relating to the Programme and must be read in conjunction therewith.

The Final Terms and the Base Prospectus are available for viewing on the websites of (a) the *Autorité des marchés financiers* ([www.amf-france.org](http://www.amf-france.org)) and (b) the Issuer ([www.unedic.org](http://www.unedic.org)), and during normal business hours at the registered office of the Issuer and at the specified office of the Paying Agent where copies may be obtained.

1.	<b>Issuer :</b>	Unédic
2.	<b>Issue n° :</b>	6
3.	<b>Specified Currency(ies) :</b>	Euro (€)
4.	<b>Aggregate Nominal Amount:</b>	€ 600,000,000
5.	<b>Issue proceeds:</b>	
	(i) Gross issue proceeds:	€ 608,412,000
	(i) Estimated net issue proceeds:	€ 608,172,000
6.	<b>Issue Price:</b>	101.402 % of the Aggregate Nominal Amount
7.	<b>Denomination:</b>	€ 200,000
8.	<b>Number of Notes issued:</b>	3,000
9.	(i) <b>Issue Date:</b>	4 October 2019
	(ii) <b>Interest Commencement Date:</b>	4 October 2019
10.	<b>Maturity Date:</b>	4 October 2022
11.	<b>Interest Rate:</b>	Fixed rate of 0.00 % <i>per annum</i>
12.	<b>Redemption/Payment Basis:</b>	Redemption at par
13.	<b>Change of Redemption/Payment Basis:</b>	Not Applicable
14.	<b>Option :</b>	Not Applicable
15.	<b>Date of authorisations for issuance of Notes:</b>	Decision of the Board of directors dated 26 June 2019
16.	<b>Method of distribution:</b>	Syndicated

## PROVISIONS RELATING TO INTEREST PAYABLE

### 17. Fixed Rate Notes Provisions :

- |       |                           |                                                                                             |
|-------|---------------------------|---------------------------------------------------------------------------------------------|
| (i)   | Rate of Interest:         | 0.00% per cent. <i>per annum</i> payable annually in arrear                                 |
| (ii)  | Interest Payment Date(s): | 4 October in each year up to and including the Maturity Date, commencing on 4 October 2020. |
| (iii) | Fixed Interest Amount(s): | € 0.00 per € 200,000 in Denomination                                                        |
| (iv)  | Broken Amount(s):         | Not Applicable                                                                              |
| (vi)  | Determination Date(s):    | 4 October in each year                                                                      |

## PROVISIONS RELATING TO REDEMPTION

- |      |                                                                                                                                                                                                                                                  |                                                       |
|------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|
| 18.  | Call Option :                                                                                                                                                                                                                                    | Not Applicable                                        |
| 19.  | Final Redemption Amount of each Note :                                                                                                                                                                                                           | € 200,000 per Note of € 200,000 Denomination          |
| 20.  | Early Redemption Amount:                                                                                                                                                                                                                         |                                                       |
| (i)  | Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or other early redemption and/or the method of calculating the same and/or any other terms (if required or if different from that set out in the Conditions): | As specified in Article 5.10.1 of the Base Prospectus |
| (ii) | Redemption for taxation reasons at a date different from Interest Payment Dates                                                                                                                                                                  | No                                                    |

## PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for admission to trading on Euronext Paris of the Notes described herein pursuant to the Euro 10,000,000,000 Negotiable Medium Term Notes (*Titres Négociables à Moyen Terme*) Programme of Unédic.

## RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.  
Signed on behalf of Unédic:

By : Pierre Cavard  
Duly authorised

## PARTIE B – OTHER INFORMATION

### 1. ADMISSION TO TRADING:

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 4 October 2019.
- (ii) Estimate of total expenses related to admission to trading: € 3,200 (Euronext fees)

### 2. RATINGS

Ratings : The Notes to be issued are expected to be rated by Moody's Investors Service Limited and Fitch France S.A.S as follows :

Moody's : Aa2

Fitch : AA

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

Save as discussed in "Subscription and Sale" 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.

### 5. REASONS FOR THE OFFER

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

### 6. YIELD

Yield : -0.463 %

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

### 9. OPERATIONAL INFORMATION

ISIN Code: FR0125769903

Common Code: 206182482

Depositories : Euroclear France to act as Central Depository

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable

Names and addresses of initial Paying and Calculating Agent(s) for the Notes:

**BNP Paribas Securities Services (en tant que mandataire de BNP Paribas)**

Numéro Affilié Euroclear France: 29106

3-5-7 rue du Général Compans

93500 Pantin

France

Other

These Final Terms were filed with the Banque de France on 2 October 2019.