

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Notes are not intended, from 1 January 2018, to be offered, sold or otherwise made available to and, with effect from such date, 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 ("**MiFID II**"); or (ii) a customer within the meaning of Directive 2002/92/EC ("**IMD**"), 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 (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.

**Final Terms dated 29 November 2017**

**PROSEGUR CASH, S.A.**

**Issue of €600,000,000 1.375 per cent. Notes due 4 February 2026**

**under the €1,500,000,000**

**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 (the "**Conditions**") set forth in the Base Prospectus dated 10 November 2017 which constitute a base prospectus (the "**Base Prospectus**") for the purposes of 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 Base Prospectus. 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 Base Prospectus.

The Base Prospectus and the Final Terms are available for viewing on the website of the Irish Stock Exchange at [www.ise.ie](http://www.ise.ie) and during normal business hours at the specified office of the Fiscal Agent, currently at One Canada Square, London E14 5AL, United Kingdom.

1.	Issuer:	Prosegur Cash, S.A.
2.	(i) Series Number:	1
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3.	Specified Currency or Currencies:	Euro ("€" and " <b>Euro</b> ")
4.	Aggregate Nominal Amount:	€600,000,000
5.	Issue Price:	99.252 per cent. of the Aggregate Nominal Amount
6.	(i) Specified Denominations:	€100,000
	(ii) Calculation Amount:	€100,000
7.	(i) Issue Date:	4 December 2017
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	4 February 2026
9.	Interest Basis:	1.375 per cent. Fixed Rate (see paragraph 14 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 Redemption/Payment Basis:             | or Not Applicable   |
| 12. | Put/Call Options:  | Change of Control (Put)<br>Issuer Call<br>Substantial Purchase Event<br>Residual Maturity Call Option<br>(See paragraph 16/17 below)                    |
| 13. | (i) Status of the Notes:                                 | Senior unsecured  |
|     | (ii) Date Board approval for issuance of Notes obtained: | 26 October 2017   |

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

- |     |                                      |  |
|-----|--------------------------------------|--|
| 14. | <b>Fixed Rate Note Provisions</b>    | Applicable   |
|     | (i) Rate of Interest:                | 1.375 per cent. per annum payable in arrear on each Interest Payment Date  |
|     | (ii) Interest Payment Date(s):       | 4 February in each year, commencing on 4 February 2018 in respect of the period from (and including) the Issue Date to (but excluding) 4 February 2018 (and thus a short first coupon) |
|     | (iii) Fixed Coupon Amount:           | €1,375 per Calculation Amount  |
|     | (iv) Broken Amount(s):               | €233.56 per Calculation Amount payable on the Interest Payment Date falling on 4 February 2018   |
|     | (v) Day Count Fraction:              | Actual/Actual (ICMA)   |
| 15. | <b>Floating Rate Note Provisions</b> | Not Applicable   |

#### **PROVISIONS RELATING TO REDEMPTION**

- |     |  |   |
|-----|--|---|
| 16. | <b>Call Option</b>                               | Applicable  |
|     | (i) Optional Redemption Date(s):                 | Any date falling from (but excluding) the Issue Date to (but excluding) the Maturity Date |
|     | (ii) Optional Redemption Amount(s) of each Note: | Make-Whole Redemption Amount  |
|     | (a) Benchmark Security:                          | DBR 0.50% Feb 26 (ISIN DE0001102390)  |
|     | (b) Reference Time:                              | 11.00 a.m. (Frankfurt time)   |
|     | (c) Make Whole Margin:                           | 0.20 per cent.  |
|     | (d) Par Redemption Date:                         | 4 November 2025   |
|     | (e) Linear Interpolations:                       | Not Applicable  |

	(f)	Calculation Agent:	The Bank of New York Mellon, London Branch
(iii)		If redeemable in part:	Applicable
	(a)	Minimum Redemption Amount:	Not Applicable
	(b)	Maximum Redemption Amount	Not Applicable
	(iv)	Notice period:	As provided in the Conditions.
17.		<b>Residual Maturity Call Option</b>	Applicable
	(i)	Notice Period:	As provided in the Conditions.
	(ii)	Date fixed for redemption:	As provided in the Conditions.
18.		<b>Substantial Purchase Event</b>	Applicable
	(i)	Notice Period:	As provided in the Conditions.
	(ii)	Percentage:	80 per cent.
19.		<b>Put Option</b>	Not Applicable
20.		<b>Change of Control (Put) Option</b>	Applicable
21.		<b>Final Redemption Amount of each Note</b>	€100,000 per Calculation Amount
22.		<b>Early Redemption Amount</b>	
		Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption:	€100,000 per Calculation Amount

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

23.	Form of Notes:	<b>Bearer Notes:</b>
		Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
24.	New Global Note:	Yes
25.	Additional Financial Centre(s) or other special provisions relating to payment dates:	Not Applicable
26.	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No

Signed on behalf of Prosegur Cash, S.A.

By:  .....  
ANTONIO ESPAÑA

Duly authorised

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- |      |   |  |
|------|---|--|
| (i)  | Admission to trading:                                       | Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Main Market of the Irish Stock Exchange with effect on or around 4 December 2017. |
| (ii) | Estimate of total expenses related to admission to trading: | €600   |

### 2. RATINGS

The Notes are expected to be rated:

S&P: BBB

Standard & Poor's Credit Market Services Europe Ltd is established in the EEA and registered under Regulation (EU) No 1060/2009, as amended (the "**CRA Regulation**").

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

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Managers and their 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. USE OF PROCEEDS

The Issuer will use the net proceeds from the issue of the Notes for its general corporate purposes, including, but not limited to, the repayment of outstanding indebtedness from time to time and the acquisition of assets.

### 5. *Fixed Rate Notes only* – YIELD

Indication of yield:	1.473 per cent.
----------------------	-----------------

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

ISIN:	XS1729879822
-------	--------------

Common Code:	172987982
--------------	-----------

Delivery	Delivery against payment
----------	--------------------------

Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
---	----------------

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 intraday 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.

7. **DISTRIBUTION**

- (i) Method of distribution: Syndicated
- (ii) If syndicated:
  - (a) Names of Managers: Banco Bilbao Vizcaya Argentaria, S.A., Banco Santander, S.A., Bankinter, S.A., Barclays Bank PLC, Citigroup Global Markets Limited, Goldman Sachs International and HSBC Bank plc
  - (b) Stabilising Manager(s) (if any): Banco Santander, S.A.
- (iii) If non-syndicated, name of Dealer: Not Applicable
- (iv) US Selling Restrictions Reg. S Compliance Category 2; TEFRA D
- (v) Prohibition of Sales to EEA Retail Investors: Applicable