

## FINAL TERMS

### MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES

**ONLY TARGET MARKET** – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Instruments has led to the conclusion that: (i) the target market for the Instruments is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Instruments to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Instruments (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 Instruments (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

11 October 2018

### EDP FINANCE B.V.

Issue of

€600,000,000 1.875 per cent. Instruments due 13 October 2025

**under the €13,500,000,000**

**Programme for Issuance of Debt Instruments**

### 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 Base Prospectus dated 5 September 2018 and the supplements to the Base Prospectus dated 3 October 2018 and 8 October 2018 which together constitute a base prospectus for the purposes of the Prospectus Directive (the "Base Prospectus"). This document constitutes the Final Terms of the Instruments described herein and has been prepared for the purpose of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. In order to get full information on the Issuer and the offer of the Instruments both the Base Prospectus and these Final Terms must be read in conjunction. The Base Prospectus and these Final Terms have been published on the website of the Irish Stock Exchange plc trading as Euronext Dublin ([www.ise.ie](http://www.ise.ie)) and the Central Bank of Ireland ([www.centralbank.ie](http://www.centralbank.ie)).

1.	Issuer:	EDP Finance B.V.
2.	(i) Series Number:	43
	(ii) Tranche Number:	1
	(iii) Date on which the Instruments will be consolidated and form a single series:	Not Applicable
3.	Specified Currency or Currencies:	Euro ("€")
4.	Aggregate Nominal Amount:	
	– Tranche:	€600,000,000
	– Series:	€600,000,000
5.	Issue Price:	99.455 per cent. of the Aggregate Nominal Amount
6.	(i) Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Instruments in definitive form will be issued with a denomination above €199,000.
	(ii) Calculation Amount for Instruments in definitive form (in relation to calculation of interest in relation to Instruments in global form, see the Conditions):	€1,000
7.	(i) Issue Date:	12 October 2018

	(ii)	Interest Commencement Date (if different from the Issue Date):	Issue Date
8.		Maturity Date:	13 October 2025
9.		Interest Basis:	1.875 per cent. Fixed Rate (see paragraph 14 below)
10.		Redemption Basis:	Subject to any purchase and cancellation or early redemption, the Instruments will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
11.		Change of Interest Basis:	Not Applicable
12.		Put/Call Options:	Investor Put on Change of Control  (see paragraph 19 below)
13.	(a)	Status of Instruments:	Senior, unsecured
	(b)	Date of Board approval for issuance of Instruments obtained:	31 July 2018

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

14.		<b>Fixed Rate Instrument Provisions</b>	Applicable
	(i)	Rate of Interest:	1.875 per cent. per annum payable in arrear on each Interest Payment Date
	(ii)	Interest Payment Date(s):	13 October in each year from and including 13 October 2019 up to and including the Maturity Date  There will be a long first coupon.
	(iii)	Fixed Coupon Amount(s) for Instruments in definitive form (in relation to Instruments in global form, see the Conditions):	€18.75 per Calculation Amount subject to the provisions of paragraph 14(iv) below
	(iv)	Broken Amount(s) for Instruments in definitive form (in relation to Instruments in global form, see the Conditions):	€18.80 per Calculation Amount payable on the Interest Payment Date falling on 13 October 2019 in respect of the period from, and including, the Issue Date to, but excluding, 13 October 2019
	(v)	Day Count Fraction:	Actual/Actual (ICMA)
	(vi)	Determination Date(s):	13 October in each year
15.		<b>Floating Rate Instrument Provisions</b>	Not Applicable
16.		<b>Zero Coupon Instrument Provisions</b>	Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

17.		Issuer Call:	Not Applicable
18.		Investor Put:	Not Applicable
19.		Investor Put on Change of Control:	Applicable
20.		Final Redemption Amount of each Instrument:	€1,000 per Calculation Amount
21.		Early Redemption Amount of each Instrument payable on redemption for taxation reasons or on event of default:	€1,000 per Calculation Amount

#### GENERAL PROVISIONS APPLICABLE TO THE INSTRUMENTS

22.	(i)	Form of Instruments:	Temporary Global Instrument exchangeable for a
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Permanent Global Instrument which is exchangeable for definitive Bearer Instruments only upon an Exchange Event.

- (ii) New Global Note: Yes
- 23. Additional Financial Centre(s): London
- 24. Talons for future Coupons or Receipts to be attached to definitive Bearer Instruments: No
- 25. Details relating to Instalment Instruments:
  - (i) Instalment Amount(s): Not Applicable
  - (ii) Instalment Date(s): Not Applicable

Signed on behalf of the Issuer:

By: 

*Duly authorised*

By: \_\_\_\_\_

*Duly authorised*

Signed on behalf of the Issuer:

By: \_\_\_\_\_

*Duly authorised*

A handwritten signature in blue ink, consisting of several overlapping loops and a long horizontal stroke extending to the right.

By: \_\_\_\_\_

*Duly authorised*

H.P. de Kanter  
Managing Director

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- |       |   |  |
|-------|---|--|
| (i)   | Application for listing and admission to trading:           | Application has been made to the Irish Stock Exchange plc trading as Euronext Dublin for the Instruments to be admitted to the Official List and to trading on its regulated market. |
| (ii)  | Date from which admission is expected to be effective:      | 12 October 2018  |
| (iii) | Estimate of total expenses related to admission to trading: | €1,000   |

### 2. RATINGS

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|----------|--|
| Ratings: | The Instruments to be issued have been assigned the following ratings by:<br><br>Moody's: Baa3<br><br>Standard & Poor's: BBB-<br><br>Fitch: BBB- |
|----------|--|

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

Save for any fees payable to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the issue of the Instruments has an interest material to the offer. The Joint Lead 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. YIELD

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|----------------------|---|
| Indication of yield: | 1.959 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. |

### 5. OPERATIONAL INFORMATION

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|-------|---|---|
| (i)   | ISIN:   | XS1893621026  |
| (ii)  | Common Code:  | 189362102   |
| (iii) | CFI:  | DTFXFB  |
| (iv)  | FISN:   | EDP FINANCE B.V/1EMTN 20251013  |
| (v)   | Any clearing system(s) other than Euroclear, Clearstream Luxembourg and Interbolsa-Sociedade Gestora Sistemas de Liquidação e de Sistemas Centralizados de Valores Mobiliários, S.A., as operator of the Central de Valores Mobiliários | Not Applicable  |
| (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 Instruments are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Instruments 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.

6. **DISTRIBUTION**

- |       |   |                                       |
|-------|---|---------------------------------------|
| (i)   | U.S. Selling Restrictions:                    | Reg. S Compliance Category 2; TEFRA D |
| (ii)  | Prohibition of Sales to EEA Retail Investors: | Not Applicable                        |
| (iii) | Prohibition of Sales to Belgian Consumers:    | Applicable                            |

7. **EU BENCHMARKS REGULATION**

Not Applicable

Relevant Benchmarks:

8. **REASONS FOR THE OFFER**

Reasons for the offer and use of proceeds:

The net proceeds from the issue of the Instruments are intended to be used towards EDP's Eligible Green Projects portfolio. See the second paragraph of "*Use of Proceeds*" in the Base Prospectus for further details.