

## PRICING SUPPLEMENT

**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 ("**MiFID II**"); or (ii) a customer within the meaning of Directive 2002/92/EC, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. 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.

**MIFID II product governance / Professional investors and ECPs only target market** – Solely for the purposes of each manufacturer's product approval process, 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.

**Pricing Supplement dated 3 July 2018**

### Informa PLC

**Issue of GBP 300,000,000 3.125 per cent. Notes due 5 July 2026  
Guaranteed by certain other companies in the Group  
under the £2,500,000,000 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 Listing Particulars dated 20 June 2018 which constitutes a Base Listing Particulars (the "**Base Listing Particulars**").

Full information on the Issuer, the Guarantors and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Base Listing Particulars. The Base Listing Particulars is available for viewing at [www.informa.com](http://www.informa.com) and copies may be obtained during normal business hours from the Issuer's registered office at 5 Howick Place, Westminster, London, SW1P 1WG.

- |    |      |                 |   |
|----|------|-----------------|---|
| 1. | (i)  | Issuer:         | Informa PLC   |
|    | (ii) | Guarantors:     | Informa Business Intelligence, Inc.<br>Informa Business Media, Inc<br>Informa Group Holdings Limited<br>Informa Media, Inc.<br>Informa Middle East Limited<br>Informa Telecoms & Media Limited<br>Informa UK Limited<br>Informa USA, Inc.<br>Taylor & Francis Group, LLC<br>UBM plc<br>United Finance Limited |
|    |      |                 | (subject to Condition 4(d) ( <i>Status and Guarantee – Release of Guarantors</i> ))   |
| 2. | (i)  | Series Number:  | 2   |
|    | (ii) | Tranche Number: | 1   |

3. Specified Currency or Currencies: Pounds Sterling ("**GBP**")
4. Aggregate Nominal Amount:
- (i) Series: GBP 300,000,000
- (ii) Tranche: GBP 300,000,000
5. Issue Price: 99.986 per cent. of the Aggregate Nominal Amount
- (i) Specified Denominations: GBP 100,000 and integral multiples of GBP 1,000 in excess thereof up to and including GBP 199,000. No Notes in definitive form will be issued with a denomination above GBP 199,000
- (ii) Calculation Amount: GBP 1,000
6. (i) Issue Date: 5 July 2018
- (ii) Interest Commencement Issue Date  
Date:
7. Maturity Date: 5 July 2026
8. (a) Interest Basis: 3.125 per cent. Fixed Rate  
(further particulars specified below in paragraph 13)
- (b) Interest Rate Adjustment Applicable  
(Condition 8 applies)
- (c) Step-Up Margin 1.25 per cent.
9. Redemption 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.
10. Change of Interest Basis: Applicable. See paragraphs 8(b) and 8(c) above and Condition 8
11. Put/Call Options: Issuer Call  
Change of Control Put Option  
(See paragraphs 16 and 18 below)
12. Date approval for issuance of Notes and Guarantees respectively obtained: 25 May 2018 and 18 June 2018

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

13. **Fixed Rate Note Provisions** Applicable
- (i) Rate(s) of Interest: Subject to adjustment as set out in Condition 8, 3.125 per cent. per annum payable in arrear on each Interest Payment Date
- (ii) Interest Payment Date(s): 5 July in each year commencing on 5 July 2019 up to and including the Maturity Date, not adjusted
- (iii) First Interest Payment Date: 5 July 2019

(iv)	Fixed Coupon Amount(s):	Subject to adjustment as set out in Condition 8, GBP 31.25 per Calculation Amount
(v)	Broken Amount(s):	Not Applicable
(vi)	Day Count Fraction:	Actual/Actual (ICMA)
(vii)	Determination Dates	5 July in each year
14.	<b>Floating Rate Note Provisions</b>	Not Applicable
15.	<b>Zero Coupon Note Provisions</b>	Not Applicable

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

16.	Call Option	Applicable
(i)	Optional Redemption Date(s):	Any Payment Business Day from and including the Issue Date to but excluding the Maturity Date
(ii)	Optional Redemption Amount(s) (Call) of each Note and method, if any, of calculation of such amount(s):	In the case of the Optional Redemption Date(s) falling in the period from and including the Issue Date to but excluding 5 April 2026: the Make Whole Redemption Amount  In the case of the Optional Redemption Date(s) falling in the period from and including 5 April 2026 to but excluding the Maturity Date: at par per Calculation Amount
(iii)	If redeemable in part:	Not applicable
(iv)	Notice Period:	Not less than 15 nor more than 30 days
(v)	Make-Whole Redemption Margin:	0.3 per cent.
(vi)	Reference Security:	UKT 1.500% 22 July 2026
(vii)	Quotation Time:	4.05 p.m. (London time)
(viii)	Reference Date:	The third Business Day prior to the relevant Optional Redemption Date
17.	Put Option	Not Applicable
18.	Change of Control Put Option	Applicable
	Change of Control Redemption Amount:	Par per Calculation Amount
19.	Final Redemption Amount of each Note:	GBP 1,000 per Calculation Amount
20.	Early Termination Amount:	Par per Calculation Amount
21.	Early Redemption Amount (Tax):	Par per Calculation Amount

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

22.	Form of Notes:	<b>Bearer Notes:</b>
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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

- |     |   |         |
|-----|---|---------|
| 23. | New Global Note:  | Yes     |
| 24. | Additional Financial Centre(s) or other special provisions relating to payment dates:                 | TARGET2 |
| 25. | Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | No      |

### **THIRD PARTY INFORMATION**

Not Applicable

Signed

*The Issuer*

For and on behalf of:

**INFORMA PLC**

By:

  
.....

Duly authorised

*The Guarantors*

For and on behalf of:

**INFORMA BUSINESS INTELLIGENCE, INC.**

By:

Name:

Title:

**INFORMA BUSINESS MEDIA, INC**

By:

Name:

Title:

**INFORMA GROUP HOLDINGS LIMITED**

By:



**INFORMA MEDIA, INC.**

By:

Name:

Title:

**INFORMA MIDDLE EAST LIMITED**

By:



Name:

GARETH WRIGHT

Title:

DIRECTOR

**INFORMA TELECOMS & MEDIA LIMITED**

By: 

**INFORMA UK LIMITED**

By: 

**INFORMA USA, INC.**

By:

Name:

Title:

**TAYLOR & FRANCIS GROUP, LLC**

By:

Name:

Title:

**UBM PLC**

By: 

**UNITED FINANCE LIMITED**

By: 

Dated: 3 July 2018

Signed

*The Issuer*

For and on behalf of:

**INFORMA PLC**

By:

.....

Duly authorised

*The Guarantors*

For and on behalf of:

**INFORMA BUSINESS INTELLIGENCE, INC.**

By:

Name: Thomas C. Etter

Title: Director

**INFORMA BUSINESS MEDIA, INC**

By:

Name: Thomas C. Etter

Title: Director

**INFORMA GROUP HOLDINGS LIMITED**

By:

**INFORMA MEDIA, INC.**

By:

Name: Thomas C. Etter

Title: Director

**INFORMA MIDDLE EAST LIMITED**

By:

Name:

Title:

**INFORMA TELECOMS & MEDIA LIMITED**

By:

**INFORMA UK LIMITED**

By:

**INFORMA USA, INC.**

By: 

Name: Thomas C. Etter

Title: Director

**TAYLOR & FRANCIS GROUP, LLC**

By: 

Name: Thomas C. Etter

Title: Manager

**UBM PLC**

By:

**UNITED FINANCE LIMITED**

By:

Dated: 3 July 2018



**PART B – OTHER INFORMATION****1. LISTING AND ADMISSION TO TRADING**

Admission to Trading: Application has been made by the Issuer (or on its behalf) to The Irish Stock Exchange plc trading as Euronext Dublin ("**Euronext Dublin**") for the Notes to be admitted to the official list (the "**Official List**") and to trading on the Global Exchange Market of Euronext Dublin (the "**GEM**").

**2. RATINGS**

The Notes to be issued are expected to be rated:

Ratings: Standard & Poor's: BBB (negative)

Moody's: Baa3 (stable)

**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 the Guarantors and their affiliates in the ordinary course of business.

**4. REASONS FOR OFFER**

The net proceeds from the issue of the Notes will be applied by the Issuer for its general corporate purposes including the repayment of bank debt associated with the acquisition of UBM plc.

**5. YIELD**

Indication of yield: 3.127 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.

**OPERATIONAL INFORMATION**

6. ISIN Code: XS1853426895

7. Common Code: 185342689

8. FISN: INFORMA PLC/VAR MTN 20260705

9. CFI Code: DTVXFB

10. Delivery: Delivery against payment

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

12. 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.

13. Any clearing systems(s) other than Euroclear Bank SA/NA and Clearstream Banking, S.A. and the relevant identification number(s): Not Applicable

**DISTRIBUTION**

14. U.S. Selling Restrictions: Reg. S Category 2/TEFRA D
15. Prohibition of Sales to EEA Retail Investors: Applicable
16. Method of distribution: Syndicated
- (i) If syndicated:
- (a) Names of Managers:
- Joint Active Bookrunners:**  
Banco Santander, S.A.  
BNP Paribas  
Merrill Lynch International
- Joint Passive Bookrunners:**  
Barclays Bank PLC  
MUFG Securities EMEA plc
- (b) Stabilising Manager(s): BNP Paribas
- (ii) If non-syndicated, name of Dealer: Not Applicable