#### PRICING SUPPLEMENT

**PROHIBITION OF SALES TO EEA AND UK 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**") or in the United Kingdom (the "**UK**"). 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 (EU) 2016/97, 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 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK 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 2 October 2020** 

Informa PLC Legal Entity Identifier (LEI): 5493006VM2LKUPSEDU20

Issue of EUR 700,000,000 2.125 per cent. Notes due 6 October 2025 Guaranteed by certain other companies in the Group under the £3,500,000,000 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 7 May 2020 and the supplemental Base Listing Particulars dated 25 September 2020 which together constitute 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 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 Group Holdings Limited

UBM plc

(subject to Condition 4(d) (Status and Guarantee –

Release of Guarantors))

2. (i) Series Number: 4

(ii) Tranche Number: 1

3. Specified Currency or Currencies: Euro ("EUR")

4. Aggregate Nominal Amount:

(i) Series: EUR 700,000,000

(ii) Tranche: EUR 700,000,000

5. Issue Price: 99.564 per cent. of the Aggregate Nominal Amount

(i) Specified Denominations: EUR 100,000 and integral multiples of EUR 1,000

in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a

denomination above EUR 199,000

(ii) Calculation Amount: EUR 1,000

6. (i) Issue Date: 6 October 2020

(ii) Interest Commencement Issue Date

Date:

7. Maturity Date: 6 October 2025

8. (a) Interest Basis: 2.125 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:

May 2020 (Guarantee by Informa Group Holdings Limited and UBM plc)

### 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,

2.125 per cent. per annum payable in arrear on each

18 September 2020 (Issuance of the Notes) and 6

**Interest Payment Date** 

(ii) Interest Payment Date(s): 6 October in each year commencing on 6 October

2021 up to and including the Maturity Date, not

adjusted

(iii) First Interest Payment 6 October 2021

Date:

(iv) Subject to adjustment as set out in Condition 8, EUR Fixed Coupon Amount(s):

21.25 per Calculation Amount payable on each

**Interest Payment Date** 

(v) Broken Amount(s): Not Applicable

Day Count Fraction: Actual/Actual (ICMA) (vi)

(vii) **Determination Dates** 6 October in each year

14. **Floating Rate Note Provisions** Not Applicable

**Zero Coupon Note Provisions** Not Applicable 15.

### PROVISIONS RELATING TO REDEMPTION

16. Call Option Applicable

> (i) Optional Redemption Any Payment Business Day from, and including, Date(s):

the Issue Date to, but excluding, the Maturity Date

(ii) Optional Redemption In the case of an Optional Redemption Date falling in the period from, and including, the Issue Date to, Amount(s) (Call) of each

but excluding, 6 July 2025: the Make-Whole Note and method, if any, of calculation

of Redemption Amount such amount(s):

> In the case of an Optional Redemption Date falling in the period from, and including, 6 July 2025 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

Make-Whole Redemption (v) 0.45 per cent.

Margin:

DBR 0% due 11 April 2025 (ISIN: DE0001141810) (vi) Reference Security:

(vii) Quotation Time: 11am (Central European 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 Par per Calculation Amount Amount:

19. Final Redemption Amount of each Par per Calculation Amount Note:

Early Termination Amount: Par per Calculation Amount 20.

21. Early Redemption Amount (Tax): Par per Calculation Amount

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

22. Form of Notes: **Bearer Notes:** 

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 London other special provisions relating to payment dates:

25. Talons for future Coupons to be No attached to Definitive Notes (and dates on which such Talons mature):

## THIRD PARTY INFORMATION

Not Applicable

The Issuer
For and on behalf of

INFORMA PLC

By:

Duly authorised

The Guarantors

For and on behalf of

INFORMA GROUP HOLDINGS LIMITED

By:

# **UBM PLC**

By:

#### PART B – OTHER INFORMATION

### 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:

S&P Global Ratings Europe Limited: BBB-Ratings:

(negative outlook)

Moody's Investors Service Limited: Baa3 (negative

outlook)

### 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.

### 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 refinancing of debt.

#### **YIELD** 5.

Indication of yield: 2.218 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

vield.

### OPERATIONAL INFORMATION

ISIN Code: XS2240507801 6.

Common Code: 224050780 7.

8. Delivery: Delivery against payment

9. Names and addresses of additional Paying Not Applicable

Agent(s) (if any):

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.

11. Any clearing systems(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s):

Not Applicable

## DISTRIBUTION

12. U.S. Selling Restrictions: Reg. S Category 2/TEFRA D

13. Prohibition of Sales to EEA and UK Retail Investors:

Applicable

mvestors.

Prohibition of Sales to Belgian Applicable Consumers:

Method of distribution:

14.

15.

Syndicated

(i) If syndicated:

(a) Names of Managers: **Joint Active Bookrunners:** 

Barclays Bank PLC

BNP Paribas

MUFG Securities EMEA plc

Joint Passive Bookrunners:

HSBC Bank plc

Standard Chartered Bank

(b) Stabilising Manager(s): BNP Paribas

(ii) If non-syndicated, name of Dealer: Not Applicable