

## 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 (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 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 18 October 2019**

**Informa PLC**

**Legal Entity Identifier (LEI): 5493006VM2LKUPSEDU20**

**Issue of EUR 500,000,000 1.250 per cent. Notes due 22 April 2028**

**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 8 May 2019 and the supplemental Base Listing Particulars dated 14 October 2019 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](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) (*Status and Guarantee – Release of Guarantors*))

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## 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, 1.250 per cent. per annum payable in arrear on each Interest Payment Date
  - (ii) Interest Payment Date(s): 22 April in each year commencing on 22 April 2020 up to and including the Maturity Date, not adjusted
  - (iii) First Interest Payment Date: 22 April 2020
  - (iv) Fixed Coupon Amount(s): Subject to adjustment as set out in Condition 8, EUR 12.50 per Calculation Amount payable on each Interest Payment Date, other than as specified in paragraph 13(v) below
  - (v) Broken Amount(s): Subject to adjustment as set out in Condition 8, EUR 6.26712328 per Calculation Amount, payable on the Interest Payment Date falling on 22 April 2020 in respect of the period from, and including, the Issue Date to, but excluding, 22 April 2020
  - (vi) Day Count Fraction: Actual/Actual (ICMA)
  - (vii) Determination Dates 22 April in each year
14. **Floating Rate Note Provisions** Not Applicable
15. **Zero Coupon Note Provisions** 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 an Optional Redemption Date falling in the period from, and including, the Issue Date to, but excluding, 22 January 2028: the Make-Whole Redemption Amount  
  
In the case of an Optional Redemption Date falling in the period from, and including, 22 January 2028 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: DBR 0.5% 15 February 2028 DE0001102440
  - (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 Amount:	Par per Calculation Amount
19.	Final Redemption Amount of each Note:	Par 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>  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:	London
25.	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No

#### **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 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:

Title:

  
GARETH WRIGHT  
DIRECTOR

*The Issuer*

For and on behalf of

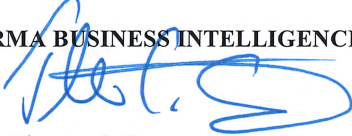
**INFORMA PLC**

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:

Title:

**TAYLOR & FRANCIS GROUP, LLC**

By:

Name:

Title:

**UBM PLC**

By: 

**UNITED FINANCE LIMITED**

By: 

**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: Director

**UBM PLC**

By:

**UNITED FINANCE LIMITED**

By:



## **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: S&P Global Ratings Europe Limited: BBB (negative outlook)

Moody's Investors Service Limited: Baa3 (stable outlook)

### **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 refinancing of debt.

### **5. YIELD**

Indication of yield: 1.368 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: XS2068065163

7. Common Code: 206806516

8. Delivery: Delivery against payment

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

10. 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 Retail Investors: Applicable

14. Prohibition of Sales to Belgian Consumers: Applicable

15. Method of distribution: Syndicated

(i) If syndicated:

(a) Names of Managers:

#### **Joint Active Bookrunners:**

BNP Paribas  
HSBC Bank plc  
Morgan Stanley & Co. International plc

#### **Joint Passive Bookrunners:**

Commerzbank Aktiengesellschaft  
Mizuho International plc

(b) Stabilising Manager(s): BNP Paribas

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