PRIIPS REGULATION / PROSPECTUS DIRECTIVE / 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2014/65/EU (as amended, "MiFID II"); (ii) a customer within the meaning of Directive 2002/92/EC (as amended or superseded, the "Insurance Mediation Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Directive (as defined below). Consequently 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 ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET – Solely for the purposes of each manufacturer's (as defined in MiFID II) 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.

Final Terms dated 14 June 2019

ISS GLOBAL A/S (Legal Entity Identifier: 213800W6DPUGWBGTD766)

Issue of €500,000,000 0.875 per cent. Notes due 2026 under the €3,000,000,000 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 set forth in the Prospectus dated 16 May 2019 which constitutes a base prospectus (the "Prospectus") for the purposes of Directive 2003/71/EC, as amended or superseded (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 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 Prospectus. The Prospectus has been published at www.bourse.lu and www.issworld.com.

1 (i) Series Number: 5

(ii) Tranche Number: 1

(iii) Date on which the Notes Not Applicable become fungible:

Euro ("€") Specified Currency or Currencies: Aggregate Nominal Amount: (i) €500,000,000 Series: €500,000,000 Tranche: (ii) 99.387 per cent. of the Aggregate Nominal Amount Issue Price: €100,000 and integral multiples of €1,000 in excess Specified Denominations: 5 (i) thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000. €1,000 Calculation Amount: (ii) Issue Date: 18 June 2019 6 (i) Interest Commencement Issue Date (ii) Date 18 June 2026 Maturity Date: 0.875 per cent. Fixed Rate 8 Interest Basis: (See paragraph 13 below) Subject to any purchase and cancellation or early 9 Redemption/Payment Basis: redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount. Change of Interest Basis: Not Applicable Change of Control Put 11 Put/Call Options: **Issuer Call** Make-Whole Redemption (See paragraphs 16/17/19 below) Date of approval for issuance of Not Applicable Notes obtained:

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13 Fixed Rate Note Provisions

Applicable

(i) Rate of Interest:

0.875 per cent. per annum payable in arrear on each

Interest Payment Date

(ii) Interest Payment Date(s):

18 June in each year

(iii) Fixed Coupon Amount:

€8.75 per Calculation Amount

(iv) Broken Amount(s):

Not Applicable

(v) Day Count Fraction:

Actual/Actual (ICMA)

(vi) Determination Dates:

18 June in each year

(vii) Ratings Step-up/Stepdown: Not Applicable

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 date from and including 18 March 2026 to but excluding the Maturity Date

(ii) Optional Redemption Amount(s) of each Note:

€1,000 per Calculation Amount

(iii) If redeemable in part:

Not Applicable

(iv) Notice period:

Not less than 15 nor more than 30 days

17 Make-Whole Redemption:

Applicable from, and including, the Issue Date to, but excluding, 18 March 2026

(i) Make-Whole Redemption Rate:

The gross redemption yield on the Reference Bond at 11:00 a.m. (Central European time) on the third business day prior to the Make-Whole Redemption

Date, as calculated by the Calculation Agent (or such other party as may be agreed between the Issuer and the Calculation Agent) in accordance with generally

accepted market practice at such time.

"Reference Bond" means the 0.50 per cent. German Bundesobligationen due February 2026, or if such stock is no longer in issue, such other German government stock with a maturity date as near as possible to the Maturity Date, as the Calculation Agent (or such other party as may be agreed between the Issuer and the Calculation Agent) may, with the advice of the Reference Market Makers, determine to be appropriate by way of substitution for the 0.50 per cent. German Bundesobligationen due February 2026.

"Reference Market Makers" means three brokers or market makers of bunds selected by the Calculation Agent (or such other party as may be agreed between the Issuer and the Calculation Agent) or such other three persons operating in the bund market as are selected by the Calculation Agent (or such other party as may be agreed between the Issuer and the Calculation Agent) in consultation with the Issuer.

(ii) Make-Whole Redemption Margin:

0.25 per cent.

(iii) If redeemable in part:

Not Applicable

(iv) Notice period:

As set out in the Conditions

18 Put Option

Not Applicable

19 Change of Control Put Option

Applicable

(i) Optional Redemption Amount(s) of each Note: €1,000 per Calculation Amount

(ii) Put Period:

As set out in the Conditions

(iii) Put Date:

As set out in the Conditions

20 Final Redemption Amount of each Note

€1,000 per Calculation Amount

21 Early Redemption Amount

Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption: €1,000 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 Financial Centre(s):

**TARGET** 

25 Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):

No

Signed on behalf of ISS Global A/S:

Kristoffel/Leytkerionesen ISS Group Vice President

Bjørn Raasteen Senior Vice President

#### PART B - OTHER INFORMATION

#### 1 LISTING AND ADMISSION TO TRADING

(i) Admission to trading:

Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Luxembourg Stock Exchange's regulated market and listed on the Official List of the Luxembourg Stock Exchange with effect from 18 June 2019.

(ii) Estimate of total expenses related to admission to trading:

€4,100

#### 2 RATINGS

Ratings:

The Notes to be issued are expected to be rated:

S & P: BBB (stable)

Moody's: Baa2 (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 its affiliates in the ordinary course of business.

#### 4 YIELD

Indication of yield:

0.966 per cent. per annum

# 5 OPERATIONAL INFORMATION

ISIN:

XS2013618421

Common Code:

201361842

Classification of Financial Instruments (CFI) code:

The CFI for the Notes will be set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering

Agency that assigned the ISIN

Financial Instruments Short

Name (FISN) code:

The FISN for the Notes will be set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering

Agency that assigned the ISIN

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

Not Applicable

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 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) Method of distribution:

Syndicated

(ii) If syndicated:

(A) Names of Managers:

Banco Santander, S.A.

Barclays Bank PLC Danske Bank A/S

Merrill Lynch International

Nordea Bank Abp

(B) Stabilisation
Manager(s) (if any):

Barclays Bank PLC

(iii) If non-syndicated, name of Dealer:

Not Applicable

(iv) US Selling Restrictions:

Reg. S Compliance Category 2;

TEFRA D