

## FINAL TERMS

**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 (the “**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2014/65/EU (as amended, “**MiFID II**”); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended or superseded, the “**IDD**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. 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.

**PROHIBITION OF SALES TO 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 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 (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**EUWA**”); or (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the “**UK PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK 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.

**UK MIFIR 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 only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (“**COBS**”), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA (“**UK MiFIR**”); 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 the FCA Handbook Product Intervention and Product Governance Sourcebook (the “**UK MiFIR Product Governance Rules**”) 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.

**Singapore Securities and Futures Act Product Classification** – Solely for the purposes of its obligations pursuant to sections 309B(1)(a) and 309B(1)(c) of the Securities and Futures Act (Chapter 289 of Singapore) (the “**SFA**”), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A of the SFA) that the Notes are “prescribed capital markets products” (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and “Excluded Investment Products” (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

**Final Terms dated 31 March 2021**

**LSEG Netherlands B.V.**

**LEI: 213800JCR9B7CYW7U265**

(the “**Issuer**”)

Issue of EUR 500,000,000 0.000 per cent. Notes due 2025  
under the

**£10,000,000,000 Global Medium Term Note Programme (the “Programme”)**

**unconditionally and irrevocably guaranteed**

**by London Stock Exchange Group plc (LEI): 213800QAUUUP6I445N30**

**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes set forth in the Offering Circular dated 23 March 2021 which constitutes a base prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA (the “**UK Prospectus Regulation**”) (the “**Offering Circular**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the UK Prospectus Regulation and must be read in conjunction with the Offering Circular. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Offering Circular. The Offering Circular has been published on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/news/market-news/rns/rns.htm>.

1.	(i)	Issuer:	LSEG Netherlands B.V.
	(ii)	Guarantor:	London Stock Exchange Group plc
2.	(i)	Series Number:	6
	(ii)	Tranche:	1
	(iii)	Date on which Notes become fungible:	Not Applicable
3.		Specified Currency or Currencies:	EUR
4.		Aggregate Nominal Amount:	EUR 500,000,000
5.		Issue Price:	100.084 per cent. of the Aggregate Nominal Amount
6.	(i)	Specified Denominations:	EUR 100,000 and integral multiples of EUR 1,000 in excess thereof
	(ii)	Calculation Amount:	EUR 1,000
7.	(i)	Issue Date:	6 April 2021
	(ii)	Interest Commencement Date:	Issue Date
8.		Maturity Date:	6 April 2025
9.		Interest Basis:	Fixed Rate
10.		Redemption/Payment 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.

11.	Change of Interest:	Not Applicable
12.	Put/Call Options:	Change of Control Put pursuant to Condition 9(e)(ii)  Issuer Call
13.	Date approval for issuance of Notes and Guarantee respectively obtained:	22 March 2021 (in respect of the Issuer) and 2 March 2021 and 22 March 2021 (in respect of the Guarantor)

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

14.	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	0.000 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	6 April in each year, commencing on 6 April 2022
	(iii) Fixed Coupon Amount:	EUR 0 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual (ICMA)
15.	<b>Floating Rate Note Provisions</b>	Not Applicable
16.	<b>Zero Coupon Note Provisions</b>	Not Applicable

***PROVISIONS RELATING TO REDEMPTION***

17.	<b>Call Option</b>	Applicable
	(i) Optional Redemption Date(s):	On any date from (and including) 6 April 2022 to (but excluding) 6 March 2025
	(ii) Optional Redemption Amount(s) of each Note:	Make-Whole Redemption Amount
	(a) Redemption Margin:	0.15 per cent.
	(b) Reference Bond:	OBL zero per cent. April 2025 #181
	(c) Par Redemption Date:	6 March 2025
	(iii) Redeemable in part:	Not Applicable
	(iv) Notice period:	Condition 9(c) applies
18.	<b>Put Option</b>	Not Applicable
19.	<b>Change of Control Put</b>	Applicable
	(i) Change of Control Redemption Amount(s):	EUR 1,010 per Calculation Amount
	(a) Minimum Change of Control Redemption Amount:	Not Applicable
	(b) Maximum Change of Control Redemption Amount:	Not Applicable

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|-----|---|----------------------------------|
| 20. | <b>Final Redemption Amount of each Note</b>   | EUR 1,000 per Calculation Amount |
| 21. | <b>Early Redemption Amount (Tax)</b>  |                                  |
|     | Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons: | EUR 1,000 per Calculation Amount |
| 22. | <b>Early Termination Amount</b>   |                                  |
|     | Early Termination Amount(s) per Calculation Amount payable on redemption following a default: | EUR 1,000 per Calculation Amount |

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

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| 23. | <b>Form of Notes:</b>   | <b>Registered Notes</b>  |
|     |   | Regulation S Global Note Certificate registered in the name of a nominee for a Common Safekeeper for Euroclear and Clearstream, Luxembourg exchangeable for Regulation S Individual Note Certificates in the limited circumstances specified in the Regulation S Global Note Certificate |
| 24. | New Global Note:  | No. The Notes are to be held under the New Safekeeping structure.  |
| 25. | Additional Financial Centre(s):   | Not Applicable   |
| 26. | Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | Not Applicable   |

**THIRD PARTY INFORMATION**

The rating definitions provided in Part B, Item 2 of these Final Terms have been extracted from the websites of S&P and Moody's (each as defined below). The Issuer and the Guarantor confirm that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by S&P and Moody's (as applicable), no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of LSEG Netherlands B.V.

*as Issuer*

By: 

Duly authorised

Signed on behalf of London Stock Exchange Group plc

*as Guarantor*

By: 

Duly authorised

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

Listing and Admission to trading: Application will be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's regulated market and have been admitted to the official list of the Financial Conduct Authority with effect from the Issue Date.

### 2. RATINGS

Ratings: The Notes to be issued are expected to be rated A3 by Moody's Investors Service, Inc. (*Moody's*) and A by S&P Global Ratings UK Limited (*S&P*).

The rating agencies above have published the following high-level descriptions of such ratings:

Moody's: Obligations rated "A" are judged to be upper-medium grade and are subject to low credit risk. The modifier 3 indicates a ranking in the lower end of that generic rating category.

Source: Moody's:  
<https://www.moody's.com/ratingsprocess/Ratings-Definitions/002002>

S&P: An obligation rated "A" is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitments on the obligation is still strong.

Source: S&P:  
([https://www.standardandpoors.com/en\\_US/web/guest/article/-/view/sourceId/504352](https://www.standardandpoors.com/en_US/web/guest/article/-/view/sourceId/504352))

### 3. REASONS FOR THE OFFER AND USE OF PROCEEDS

Reasons for the offer: The net proceeds of this issuance will be used for general corporate purposes, including to refinance indebtedness incurred by London Stock Exchange Group plc and certain of its subsidiaries in connection with its acquisition of Refinitiv Parent Limited and its subsidiaries. A portion of the indebtedness to be refinanced was advanced by the Joint Lead Managers. For further details, see "Description of Other Indebtedness" in the Offering Circular dated 23 March 2021.

### 4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save as discussed in "*Reasons for the offer and use of proceeds*" above and "*Subscription and Sale*" in the Offering Circular, so far as the Issuer and the Guarantor are aware, no person involved in the offer of the Notes has an interest material to the offer.

### 5. TOTAL EXPENSES AND NET PROCEEDS

(i)	Estimated Net Proceeds:	EUR 499,295,000
(ii)	Estimated total expenses relating to admission to trading:	GBP 1000
6.	<b>YIELD</b>	
	Indication of yield:	-0.021 per cent. per annum. Yield is calculated on the basis of the Issue Price on the Issue Date. It is not an indication of future yield.
8.	<b>OPERATIONAL INFORMATION</b>	
	ISIN Code:	XS2327298217
	Common Code:	232729821
	CFI:	See the website of the Association of National Numbering Agencies ( <i>ANNA</i> ) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
	FISN:	See the website of ANNA or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
	CUSIP:	Not Applicable
	Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking S.A. and DTC 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 registered in the name of a nominee of one of the ICSDs acting as common safekeeper, and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intraday 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.
	Relevant Benchmark:	Not Applicable
	<b>DISTRIBUTION</b>	
9.	(i) US Selling Restrictions:	Reg. S Compliance Category 2; TEFRA not applicable
	(ii) If syndicated, names of Managers:	<i>Joint Global Coordinators:</i> Barclays Bank PLC BofA Securities Europe SA Citigroup Global Markets Europe AG HSBC Bank plc

*Active Joint Lead Managers:*

Banco Santander, S.A.  
Barclays Bank PLC  
BofA Securities Europe SA  
BNP Paribas  
Citigroup Global Markets Europe AG  
HSBC Bank plc  
NatWest Markets N.V.

*Passive Joint Lead Managers:*

Bank of China Limited, London Branch  
China Construction Bank (Asia) Corporation Limited  
Goldman Sachs Bank Europe SE  
Intesa Sanpaolo S.p.A.  
Lloyds Bank Corporate Markets  
Wertpapierhandelsbank GmbH  
Morgan Stanley & Co. International plc  
MUFG Securities (Europe) N.V.  
RBC Europe Limited  
SMBC Nikko Capital Markets Europe GmbH  
TD Global Finance unlimited company  
Wells Fargo Securities Europe S.A.

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|--------|---|-------------------|
| (iii)  | Stabilising Manager(s) (if any):                        | Barclays Bank PLC |
| (iv)   | If non-syndicated, name and address of relevant Dealer: | Not Applicable    |
| (v)    | Additional selling restrictions:                        | Not Applicable    |
| (vi)   | Prohibition of Sales to UK Retail Investors:            | Applicable        |
| (vii)  | Prohibition of Sales to EEA Retail Investors:           | Applicable        |
| (viii) | Prohibition of sales to Belgian Consumers:              | Applicable        |