

## PRICING SUPPLEMENT

NO PROSPECTUS IS REQUIRED IN ACCORDANCE WITH DIRECTIVE 2003/71/EC, AS AMENDED FOR THE ISSUE OF THE NOTES DESCRIBED BELOW.

**PROHIBITION OF SALES TO EEA INVESTORS** - The Notes are not intended, from 1 January 2018, to be offered, sold or otherwise made available to and, with effect from such date, should not be offered, sold or otherwise made available to any retail investor in 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 ("**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. Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIPs 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** – Solely for the purposes of the 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 manufacturer's 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 manufacturer's target market assessment) and determining appropriate distribution channels.

**Pricing Supplement dated 29 October 2018**

**QUADGAS FINANCE PLC**

guaranteed upon issue by

**QUADGAS MIDCO LIMITED AND QUADGAS PLEDGECO LIMITED**

Issue of £70,000,000 Fixed Rate Guaranteed Secured Series 5 Notes due 2030  
under the £5,000,000,000 Secured Debt Issuance Programme

## PART A – CONTRACTUAL TERMS

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the US PP Notes set forth in the Listing Particulars dated 14 December 2017 which constitutes listing particulars for the purposes of Listing Rule 2.2.11 of the Listing Rules of the Financial Conduct Authority (the "**Listing Rules**"). This document constitutes the Pricing Supplement of the Notes described herein for the purposes of Listing Rule 4.2.3 of the Listing Rules and must be read in conjunction with such 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 Listing Particulars. The Listing Particulars is available for viewing at and copies may be obtained from, the registered address of the Issuer at Ashbrook Court Prologis Park, Central Boulevard, Coventry, United Kingdom, CV7 8PE and has been published on the website of

Regulatory News Services operated by the London Stock Exchange at [www.londonstockexchange.com/exchange/news/market-news/market-news-home.html](http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html).

<b>1</b>	(i) Issuer:	Quadgas Finance plc
	(ii) Guarantors:	Quadgas MidCo Limited and Quadgas PledgeCo Limited
<b>2</b>	(i) Series Number:	5
	(ii) Tranche Number:	1
<b>3</b>	Specified Currency or Currencies:	GBP
<b>4</b>	Aggregate Principal Amount:	
	(i) Series:	GBP 70,000,000
	(ii) Tranche:	GBP 70,000,000
<b>5</b>	Issue Price:	100 per cent. of the Aggregate Principal Amount
<b>6</b>	Specified Denomination(s):	GBP 500,000 and in integral multiples of GBP 100,000 above such minimum denomination
<b>7</b>	(i) Issue Date:	30 August 2018
	(ii) Interest Commencement Date:	30 August 2018
<b>8</b>	Maturity Date:	30 August 2030
<b>9</b>	Interest Basis:	3.29 per cent. Fixed Rate (See paragraph 12 below)
<b>10</b>	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 principal amount
<b>11</b>	Change of Interest or Redemption/Payment Basis:	Not Applicable
<b>12</b>	Date Board approval for issuance of Notes and the Guarantee obtained:	28 June 2018

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

<b>13</b>	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	3.29 per cent. per annum payable semi-annually in arrear
	(ii) Interest Payment Date(s):	20 June and 20 December in each year commencing on 20 December 2018 and ending on the Maturity Date
<b>14</b>	<b>Floating Rate Note Provisions</b>	Not Applicable
<b>15</b>	<b>Index Linked Interest Note</b>	Not Applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE INSTRUMENTS**

<b>16</b>	Form of Instruments:	Registered notes issued in definitive form
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Signed on behalf of the Issuer:

By: Ronally  
Duly authorised

Signed on behalf of Quadgas MidCo Limited:

By: Ronally  
Duly authorised

Signed on behalf of Quadgas PledgeCo Limited:

By: Ronally  
Duly authorised

## **PART B – OTHER INFORMATION**

### **1 LISTING AND TRADING**

- |       |   |  |
|-------|---|--|
| (i)   | Listing:  | The Official List  |
| (ii)  | Admission to trading:                                       | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's professional securities market with effect from 30 October 2018. |
| (iii) | Estimate of total expenses related to admission to trading: | GBP 2,700  |

### **2 RATINGS**

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| Ratings: | The Notes to be issued have been rated:<br>S&P: BBB |
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### **3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

So far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### **4 YIELD**

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|----------------------|---|
| Indication of yield: | Calculated as 3.29 per cent. per annum on the Issue Date. The yield is calculated on the Issue Date on the basis of the Issue Price. It is not an indication of future yield. |
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### **5 OPERATIONAL INFORMATION**

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|---|--|
| ISIN:   | GB00BGHH8Q71   |
| Delivery:   | Delivery against payment   |
| Names and addresses of initial US PP Paying Agent(s):             | Elavon Financial Services DAC, acting through its UK Branch (registered number BR009373) from its offices at 125 Old Broad Street, Fifth Floor, London EC2N 1AR under the trade name U.S. Bank Global Corporate Trust Services |
| Names and addresses of additional US PP Paying Agent(s) (if any): | Not Applicable   |

### **6 U.S. SELLING RESTRICTIONS**

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|---------------------------|---|
| U.S Selling Restrictions: | Reg. S Compliance Category 2; Section 4(a)(2) of the Securities Act |
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