

## FORM OF FINAL TERMS

24 September 2013

Compagnie de Saint-Gobain

Issue of EUR 37,000,000 4.18% notes due 25 September 2033  
under the EUR 15,000,000,000  
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 Base Prospectus dated 17 July 2013 and supplement to it dated 5 August 2013 which together constitute a base prospectus (the “**Base Prospectus**”) for the purposes of the Prospectus Directive (Directive 2003/71/EC) (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 Base 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 Base Prospectus.

1. (i) Series Number: 26  
(ii) Tranche Number: 1
2. Specified Currency: EUR
3. Aggregate Nominal Amount of Notes admitted to trading:  
(i) Series: 37,000,000  
(ii) Tranche: 37,000,000
4. Issue Price: 100.00 % of the Aggregate Nominal Amount
5. (i) Specified Denominations: €100,000 and higher integral multiples of €1,000 in excess thereof  
(ii) Calculation Amount: €1,000
6. (i) Issue Date: 25 September 2013  
(ii) Interest Commencement Date: Issue Date
7. Maturity Date: 25 September 2033
8. Interest Basis: 4.18% Fixed Rate (further particulars specified below), see “*Provisions to Interest (if any) Payable*”
9. Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed

on the Maturity Date at par.

- |     |                                                                     |                                                                                     |
|-----|---------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| 10. | Change of Interest Basis:                                           | Not Applicable                                                                      |
| 11. | Put/Call Options:                                                   | Not Applicable                                                                      |
| 12. | Date(s) of relevant corporate authorisations for issuance of Notes: | 20 February 2013 (Board Authorisation) and<br>13 September 2013 (Decision to Issue) |

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

- |       |                               |                                                                  |
|-------|-------------------------------|------------------------------------------------------------------|
| 13.   | Fixed Rate Note Provisions    | Applicable                                                       |
| (i)   | Rate(s) of Interest:          | 4.18%, per annum payable in arrear on each Interest Payment Date |
| (ii)  | Interest Payment Date(s):     | 25 September in each year                                        |
| (iii) | Fixed Coupon Amount(s):       | EUR41.80 per Calculation Amount                                  |
| (iv)  | Broken Amount(s):             | Not Applicable                                                   |
| (v)   | Day Count Fraction:           | Actual/Actual (ICMA) (unadjusted)                                |
| (vi)  | Determination Date(s):        | 25 September in each year                                        |
| 14.   | Floating Rate Note Provisions | Not Applicable                                                   |
| 15.   | Zero Coupon Note Provisions   | Not Applicable                                                   |

#### **PROVISIONS RELATING TO REDEMPTION**

- |     |                                                                                                                                   |                |
|-----|-----------------------------------------------------------------------------------------------------------------------------------|----------------|
| 16. | Call Option:                                                                                                                      | Not Applicable |
| 17. | Put Option:                                                                                                                       | Not Applicable |
| 18. | Final Redemption Amount of each Note:                                                                                             | At par         |
| 19. | Early Redemption Amount of each Note payable on redemption for taxation reasons or on event of default or other early redemption: | At par         |

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

- |     |                |                                                                                                                                                        |
|-----|----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|
| 20. | Form of Notes: | Bearer Notes:<br><br>Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for Definitive Notes only upon |
|-----|----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|

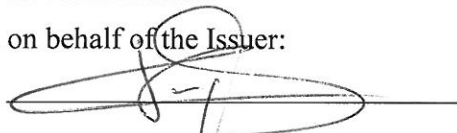
an Exchange Event

21. Financial Centre(s): Not Applicable
22. Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): No
23. Redenomination: Not Applicable

Signed on behalf of the Issuer:

By:

Duly authorised



Yann LANGLAIS

## **PART B – OTHER INFORMATION**

### **1. LISTING AND ADMISSION TRADING**

- |      |                                                             |                                                                                                                                                                           |
|------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i)  | Admission to trading:                                       | Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange with effect from the Issue Date. |
| (ii) | Estimate of total expenses related to admission to trading: | GBP 1,750                                                                                                                                                                 |

### **2. RATINGS**

|          |                                                                                         |
|----------|-----------------------------------------------------------------------------------------|
| Ratings: | The Notes to be issued are expected to be rated:<br><br>S & P: BBB<br><br>Moody's: Baa2 |
|----------|-----------------------------------------------------------------------------------------|

### **3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save as discussed in "Subscription and Sale and Transfer and Selling Restrictions", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer". The Dealers 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 (Fixed Rate Notes only)**

|                      |                                                                                                                     |
|----------------------|---------------------------------------------------------------------------------------------------------------------|
| Indication of yield: | 4.18%                                                                                                               |
|                      | The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield. |

### **5. OPERATIONAL INFORMATION**

|                             |                                      |
|-----------------------------|--------------------------------------|
| ISIN Code:                  | XS0973086324                         |
| Common Code:                | 097308632                            |
| Book-entry clearing systems | Euroclear Bank S.A./N.V./Clearstream |

Banking, *société anonyme*

Delivery:

Delivery against payment

Names and addresses of additional  
Paying Agent(s) (if any):

Not Applicable

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

US Selling Restrictions:

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