FINAL TERMS

23 May 2014

Compagnie de Saint-Gobain

Issue of EUR40,000,000 3.625% Notes due 27 May 2038 (the "Notes")
issued pursuant to the EUR 15,000,000,000
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 Base Prospectus dated 17 July 2013 and supplements to it dated 5 August 2013 and 28 February 2014 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:	28
	(ii)	Tranche Number:	1
2.	Specified Currency:		Euro ("**EUR**")
3.	Aggregate Nominal Amount of Notes admitted to trading:		
	(i)	Series:	40,000,000
	(ii)	Tranche:	40,000,000
4.	Issue Price:		99.008 per cent. of the Aggregate Nominal Amount
5.	(i)	Specified Denominations:	EUR 100,000
	(ii)	Calculation Amount:	EUR 100,000
6.	(i)	Issue Date:	27 May 2014
	(ii)	Interest Commencement Date:	Issue Date
7.	Maturity Date:		27 May 2038

8.	Interest Basis:	3.625 per cent. 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:	19 February 2014 (Board Authorisation) and 12 May 2014 (Decision to Issue)

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Note Provisions	Applicable
(i)	Rate(s) of Interest:	3.625 per cent., per annum payable in arrear on each Interest Payment Date
(ii)	Interest Payment Date(s):	27 May in each year commencing on 27 May 2015 up to, and including, the Maturity Date, in each case in accordance with the Following Business Day Convention.
(iii)	Fixed Coupon Amount(s):	EUR 3,625 per Calculation Amount
(iv)	Broken Amount(s):	Not Applicable
(v)	Day Count Fraction:	Actual/Actual (ICMA) (unadjusted)
(vi)	Determination Date(s):	27 May 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: 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):	TARGET 2
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 François-Xavier HOLDERITH

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: S & P: BBB 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 Dealer and its 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:	3.688 per cent. 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:	XS1069178686
Common Code:	106917868
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:	TEFRA D