

## Final Terms dated 6 December 2013

SSE plc

Issue of €500,000,000 2.375 per cent. Notes due February 2022  
under the €10,000,000,000  
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 2 August 2013 and the Supplemental Prospectus dated 28 November 2013 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (and amendments thereto, including Directive 2010/73/EU) (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 such Prospectus as so supplemented. 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 as so supplemented. The Prospectus and the supplemental Prospectus are available for viewing at the website of the London Stock Exchange <http://www.londonstockexchange.com/exchange/prices-and-news/news/market-news/market-news-home.html> and during normal business hours copies may be obtained from SSE plc, Inverlmond House, 200 Dunkeld Road, Perth PH1 3AQ.

1	Issuer:	SSE plc
2	(i) Series Number:	9
	(ii) Tranche Number:	1
3	Specified Currency or Currencies:	Euro (" <b>EUR</b> ")
4	Aggregate Nominal Amount of Notes:	EUR 500,000,000
5	Issue Price:	99.401 per cent. of the Aggregate Nominal Amount
6	(i) Specified Denominations:	EUR 100,000 and integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000.
	(ii) Calculation Amount:	EUR 1,000
7	(i) Issue Date:	10 December 2013
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	10 February 2022
9	Interest Basis:	2.375 per cent. Fixed Rate (further particulars specified below)
10	Redemption/Payment Basis:	Redemption at par
11	Change of Interest or Redemption/ Payment Basis:	Not Applicable

<b>12</b>	Put/Call Options:	Change of Control Put SSE Restructuring Event Put
<b>13</b>	(i) Status of the Notes:	Senior
	(ii) Date Board approval for issuance of Notes obtained:	19 September 2013

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

<b>14</b>	Fixed Rate Note Provisions:	Applicable
	(i) Rate of Interest:	2.375 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	10 February in each year, from and including 10 February 2015 up to and including the Maturity Date  There will be a long first interest coupon for the period starting from, and including, the Issue Date to, but excluding, 10 February 2015 (the " <b>Long First Interest Period</b> ")
	(iii) Fixed Coupon Amount:	EUR 23.75 per Calculation Amount
	(iv) Broken Amount(s):	EUR 27.78 per Calculation Amount payable on 10 February 2015 in respect of the Long First Interest Period
	(v) Day Count Fraction:	Actual/Actual (ICMA)
	(vi) Determination Dates:	10 February in each year, from and including 10 February 2015
<b>15</b>	Floating Rate Note Provisions:	Not Applicable
<b>16</b>	Zero Coupon Note Provisions:	Not Applicable
<b>17</b>	RPI Linked Note Provisions:	Not Applicable

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

<b>18</b>	Call Option:	Not Applicable
<b>19</b>	General Put Option:	Not Applicable
<b>20</b>	Restructuring Event Put Option:	Not Applicable
<b>21</b>	Change of Control Put Option:	Applicable
	(i) Change of Control Redemption Amount:	EUR 1,000 per Calculation Amount
	(ii) Put Period:	The period of 30 days beginning on and including the date on which a Put Event Notice is given in accordance with Condition

6(e)(v).

- (iii) Put Date: The earlier of (1) the Maturity Date or (2) the date which falls seven days after the last day of the Put Period.
- 22** SSE Restructuring Event Put Option: Applicable
- (i) SSE Restructuring Event Redemption Amount: EUR 1,000 per Calculation Amount
- (ii) Put Period: The period of 30 days beginning on and including the date on which a Put Event Notice is given in accordance with Condition 6(e)(v).
- (iii) Put Date: The earlier of (1) the Maturity Date or (2) the date which falls seven days after the last day of the Put Period.
- 23** Final Redemption Amount of each Note: EUR 1,000 per Calculation Amount
- 24** 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: EUR 1,000 per Calculation Amount

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 25** 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
- 26** New Global Note: Yes
- 27** Financial Centre(s): London, TARGET
- 28** Talons for future Coupons to be attached to Definitive Notes: No
- 29** U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D

Signed on behalf of the Issuer:

By:  .....

Duly authorised

## PART B - OTHER INFORMATION

### 1 LISTING

- (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 Regulated Market of the London Stock Exchange plc and admitted to the Official List of the UK Listing Authority with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: £3,600

### 2 RATINGS

- Ratings: The Notes to be issued have been rated:
- Standard & Poor's Credit Market Services Europe Limited: A-  
Moody's Investors Service, Ltd.: A3
- Each of Standard & Poor's Credit Market Services Europe Limited and Moody's Investors Service, Ltd. is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended).

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

Save as discussed in "Subscription and Sale, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### 4 Fixed Rate Notes only - YIELD

- Indication of yield: 2.456 per cent. per annum
- 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: XS1003017099
- Common Code: 100301709
- Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable
- Delivery: Delivery against payment

Names and addresses of additional Not Applicable  
Paying Agent(s) (if any):