

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2014/65/EU (as amended, “**MiFID II**”); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended or superseded, the “**Insurance Distribution Directive**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID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 (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No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended or superseded (the “**EUWA**”); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, “**FSMA**”) and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, 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 (“**UK MiFIR**”). 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.

UK MiFIR product governance / Professional investors and ECPs only target market – 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 only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in 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 manufacturer’s target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook 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.

Final Terms dated 25 September 2024

LSEG US Fin Corp.
LEI: 2138007FV67QQ13CGJ43

(the “**Issuer**”)

Issue of US\$100,000,000 4.000 per cent. Guaranteed Notes due 27 September 2027
under the

£4,000,000,000 Euro Medium Term Note Programme (the “Programme”)

unconditionally and irrevocably guaranteed

by London Stock Exchange Group plc (LEI): 213800QAUUP6I445N30

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 27 March 2024 which, as modified by a supplement to the Offering Circular dated 1 August 2024, 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 www.londonstockexchange.com/exchange/news/market-news/market-news-home.html.

- | | | |
|-----|--|---|
| 1. | (i) Issuer: | LSEG US Fin Corp. |
| | (ii) Guarantor: | London Stock Exchange Group plc |
| 2. | (i) Series Number: | 8 |
| | (ii) Tranche: | 1 |
| | (iii) Date on which Notes become fungible: | Not Applicable |
| 3. | Specified Currency or Currencies: | U.S. dollars (“ US\$ ”) |
| 4. | Aggregate Nominal Amount | |
| | (i) Series: | US\$100,000,000 |
| | (ii) Tranche: | US\$100,000,000 |
| 5. | Issue Price: | 99.472 per cent. of the Aggregate Nominal Amount |
| 6. | (i) Specified Denominations: | US\$200,000 |
| | (ii) Calculation Amount: | US\$200,000 |
| 7. | (i) Issue Date: | 27 September 2024 |
| | (ii) Interest Commencement Date: | Issue Date |
| 8. | Maturity Date: | 27 September 2027 |
| 9. | Interest Basis: | 4.000 per cent. 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 100.000 per cent. of their nominal amount. |
| 11. | Change of Interest: | Not Applicable |
| 12. | Put/Call Options: | Call Option pursuant to Condition 9(c)

Issuer Maturity Par Call pursuant to Condition 9(d)

Change of Control Put pursuant to Condition 9(g)

(see paragraphs 18, 19 and 21 below) |

13. Date, in the case of the Issuer, of the Board approval for issuance of Notes obtained and, date, in the case of the Guarantor, of the Board approval and of the Committee approval for issuance of Notes and Guarantee obtained: 5 September 2024 (in the case of the Board approval of the Issuer), 30 July 2024 (in the case of the Board approval of the Guarantor) and 2 September 2024 (in the case of the Committee approval of the Guarantor)

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. **Fixed Rate Note Provisions** Applicable
- (i) Rate of Interest: 4.000 per cent. per annum payable semi-annually in arrear on each Interest Payment Date
- (ii) Interest Payment Date(s): 27 March and 27 September in each year, commencing on 27 March 2025, up to and including the Maturity Date
- (iii) Fixed Coupon Amount: US\$4,000 per Calculation Amount
- (iv) Broken Amount(s): Not Applicable
- (v) Day Count Fraction: 30/360
15. **Floating Rate Note Provisions** Not Applicable
16. **Zero Coupon Note Provisions** Not Applicable
17. **Benchmark Discontinuation** Not Applicable

PROVISIONS RELATING TO REDEMPTION

18. **Call Option** Not Applicable
- (i) Optional Redemption Date (Call): Any date from and including the Issue Date to but excluding the Par Call Period Commencement Date
- (ii) Optional Redemption Amount (Call) of each Note: Make-Whole Redemption Price
- (iii) Make-Whole Redemption Price: Make-Whole Redemption Amount
- (For the avoidance of doubt, the present values of the nominal amount outstanding of the Notes to be redeemed shall be calculated on the assumption that the Notes are scheduled to mature on the Par Call Period Commencement Date instead of the Maturity Date. In addition, the present values referred to in the definition of Make-Whole Redemption Amount shall be calculated by discounting the relevant amounts to the date of redemption on a semi-annual basis rather than an annual basis)
- (a) Redemption Margin: +0.15 per cent.
- (b) Reference Bond: UST 3.375% due 15 September 2027

	(c)	Quotation Time:		3.30 p.m. New York City time
	(iv)	Redeemable in part:		Applicable
	(a)	Minimum Amount:	Redemption	US\$200,000
	(b)	Maximum Amount:	Redemption	Up to and including the Aggregate Nominal Amount of the Notes then outstanding
	(v)	Notice period:		As per the Conditions
19.		Issuer Maturity Par Call		Applicable
	(i)	Par Call Period Commencement Date:		27 August 2027
	(ii)	Notice period:		As per the Conditions
20.		Clean-Up Call Option		Not Applicable
21.		Change of Control Put		Applicable
	(i)	Change of Control Amount:	Redemption	US\$202,000 per Calculation Amount
22.		Final Redemption Amount of each Note:		US\$200,000 per Calculation Amount
23.		Early Redemption Amount (Tax):		US\$200,000 per Calculation Amount
		Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons:		
		Notice period:		As per the Conditions
24.		Early Termination Amount:		
		Early Termination Amount(s) per Calculation Amount payable on redemption following a default:		US\$200,000 per Calculation Amount
25.		Unmatured Coupons:		Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

26.	Form of Notes:	Registered Notes:
		Global Note Certificate registered in the name of a nominee for a Common Depositary for Euroclear and Clearstream, Luxembourg, which is exchangeable for Individual Note Certificates in the limited circumstances specified in the Global Note Certificate.
27.	New Global Note:	No

28. Additional Financial Centre(s): London and New York City
29. Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): No

Signed on behalf of LSEG US Fin Corp.:

as Issuer

By:  Signed by:
A029A8E732374F1...
Duly authorised

Signed on behalf of London Stock Exchange Group plc:

as Guarantor

By:  Signed by:
A029A8E732374F1...
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 Main Market and have been admitted to the official list of the Financial Conduct Authority with effect from the Issue Date.

2. RATINGS

Ratings: Not Applicable

3. REASONS FOR THE OFFER AND USE OF PROCEEDS

Reasons for the offer: General corporate purposes

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

Save as discussed in "*Subscription and Sale*", 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: US\$99,372,000

(ii) Estimated total expenses relating to admission to trading: £4,800

6. YIELD

Indication of yield: 4.189 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

7. OPERATIONAL INFORMATION

ISIN Code: XS2908610632

Common Code: 290861063

CFI: See the website of the Association of National Numbering Agencies (ANNA) or alternatively source from the responsible National Numbering Agency that assigned the ISIN

FISN: See the website of the Association of National Numbering Agencies (ANNA) or alternatively source from the responsible National Numbering Agency that assigned the ISIN

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. 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:	No. Whilst the designation is specified as “no” at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

8. **DISTRIBUTION**

(i) US Selling Restrictions:	Reg. S Compliance Category 2; TEFRA not applicable
(ii) If syndicated, names of Managers:	<i>Joint Lead Managers:</i> BNP Paribas SMBC Nikko Capital Markets Limited
(iii) Stabilisation Manager(s) (if any):	Not Applicable
(iv) If non-syndicated, name and address of relevant Dealer:	Not Applicable
(v) Prohibition of Sales to UK Retail Investors:	Applicable
(vi) Prohibition of Sales to EEA Retail Investors:	Applicable
(vii) Prohibition of sales to Belgian Consumers:	Applicable