

## FINAL TERMS

**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 ("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**"); (ii) a customer within the meaning of Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (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 ("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 domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the "**FSMA**") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, 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 domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of 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.

**MIFID II 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 eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); or (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.

**Final Terms dated 1 July 2022**

**ALD**

**Legal entity identifier (LEI): 969500E7V019H9NP7427**

**Euro 6,000,000,000**

**Euro Medium Term Note Programme**

**Issue of Euro 500,000,000 4.000 per cent. Senior Unsecured Green and Positive Impact Notes due 5 July 2027**

**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the "**Conditions**") set forth in the Base Prospectus dated 9 July 2021 as supplemented by the supplements dated 26 November 2021, 21 February 2022 and 8 June 2022 which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of the Prospectus Regulation (Regulation (EU) 2017/1129) (the "**Prospectus Regulation**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the Prospectus Regulation. These Final Terms contain the final terms of the Notes and must be read in conjunction with such Base Prospectus as so supplemented in order to obtain all relevant information.

In order to obtain all relevant information, the Base Prospectus and the supplements to the Base Prospectus are available for viewing on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

- |    |      |                                   |  |
|----|------|-----------------------------------|--|
| 1. | (i)  | Series Number:                    | 17   |
|    | (ii) | Tranche Number:                   | 1  |
| 2. |      | Specified Currency or Currencies: | Euro ("EUR" or "€")  |
| 3. |      | Aggregate Nominal Amount:         | EUR 500,000,000  |
|    | (i)  | Series:                           | EUR 500,000,000  |
|    | (ii) | Tranche:                          | EUR 500,000,000  |
| 4. |      | Issue Price:                      | 99.591 per cent. of the Aggregate Nominal Amount   |
| 5. | (i)  | Specified Denominations:          | EUR 100,000  |
|    | (ii) | Calculation Amount:               | EUR 100,000  |
| 6. | (i)  | Issue Date:                       | 5 July 2022  |
|    | (ii) | Interest Commencement Date:       | Issue Date   |
| 7. |      | Maturity Date:                    | 5 July 2027  |
| 8. |      | Interest Basis:                   | 4.000 per cent. Fixed Rate ( <i>further particulars specified in paragraph 13 below</i> )  |
| 9. |      | 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 ( <i>further particulars specified in paragraphs 16 to 20 below</i> ) |

10.	Change of Interest Basis:	Not Applicable
11.	Redemption Options:	Not Applicable
12.	Date Board approval for issuance of Notes obtained:	9 February 2022

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

13.	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	4.000 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	5 July in each year, commencing on 5 July 2023, up to and including the Maturity Date
	(iii) Fixed Coupon Amount:	€4,000 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual (ICMA)
	(vi) Regular Dates:	5 July in each year
	(vii) Party responsible for calculating Interest Amounts (if not the Fiscal Agent):	Not Applicable
14.	<b>Floating Rate Note Provisions</b>	Not Applicable
15.	<b>Zero Coupon Note Provisions</b>	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

16.	Call Option	Not Applicable
17.	Make-whole Redemption:	Not Applicable
18.	Put Option	Not Applicable
19.	Final Redemption Amount of each Note	EUR 100,000 per Calculation Amount
20.	Early Redemption Amount (Tax) and Early Termination Amount	
	Early Redemption Amount (Tax) and/or Early Termination Amount per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):	EUR 100,000 per Calculation Amount

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

- |     |   |   |
|-----|---|---|
| 21. | Form of 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. |
| 22. | New Global Note:  | Yes   |
| 23. | Additional Financial Centre(s) or other special provisions relating to payment dates:                 | Not Applicable  |
| 24. | Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | No  |

Signed on behalf of ALD:

By: Didier Harnois, Group Treasurer of ALD

Duly authorised

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (i) Listing: Application has been made for the Notes to be listed on the official list of the Luxembourg Stock Exchange
- (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 regulated market of the Luxembourg Stock Exchange with effect from 5 July 2022.
- There can be no assurance that the listing and trading of the Notes will be approved with effect on 5 July 2022 or at all.
- (iii) Estimate of total expenses related to admission to trading: EUR 3,900

### 2. RATINGS

The Notes to be issued have been rated: BBB (Positive Outlook) by S&P Global Ratings Europe Limited and BBB+ (Watch Positive) by Fitch Ratings Ireland Limited.

Ratings: S&P Global Ratings Europe Limited and Fitch Ratings Ireland Limited are established in the EEA and registered under Regulation (EC) No 1060/2009, as amended (the "**EU CRA Regulation**").

The ratings S&P Global Ratings Europe Limited and Fitch Ratings Ireland Limited have given to the Notes is endorsed by credit agencies which are established in the UK and registered under Regulation (EU) No 1060/2009 as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the "**UK CRA Regulation**").

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

Save for any fees payable to the Managers, 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

Indication of yield: 4.092 per cent. per annum

### 5. REASONS FOR THE OFFER

Reasons for the offer and use of proceeds: The Notes constitute Green and Positive Impact Notes and will be used to finance and/or refinance Eligible vehicles that contribute to the development of clean transportation and the transition to a low carbon future pursuant to the Framework which is available on the website of the Issuer [here](#).

Estimated net proceeds: EUR 496,705,000

### 6. OPERATIONAL INFORMATION

ISIN Code: XS2498554992

Common Code:	249855499
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
Deemed delivery of clearing system notices for the purposes of Condition 17 ( <i>Notices</i> ):	Any notice delivered to Noteholders through the clearing systems will be deemed to have been given on the second business day after the day on which it was given to Euroclear and Clearstream.
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Whilst the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

## 8. DISTRIBUTION

- |       |  |   |
|-------|--|---|
| (i)   | Method of distribution:                        | Syndicated  |
| (ii)  | If syndicated, names of Managers:              | <u>Lead Manager:</u><br>Société Générale<br><br><u>Co-Lead Managers:</u><br>Banco Bilbao Vizcaya Argentaria, S.A.<br>ING Bank N.V., Belgian Branch<br>Nordea Bank Abp |
| (iii) | Stabilisation Manager(s) (if any):             | Société Générale  |
| (iv)  | If non-syndicated, name and address of Dealer: | Not Applicable  |
| (v)   | U.S. Selling Restrictions:                     | TEFRA D   |