

Notice in connection with the public offer of notes
(ISIN code XS0949931645)
By Shanks Group plc

5 July 2013

This notice relates to the public offer in Belgium and in the Grand Duchy of Luxembourg of an expected maximum amount of EUR 100,000,000 4.23 per cent. fixed rate guaranteed notes due 30 July 2019 (the “**Notes**”) (ISIN Code: XS0949931645) by Shanks Group plc (the “**Issuer**”)

This notice must be read in conjunction with the Listing and Offering Prospectus dated 27 June 2013 relating to the Notes approved by the UK Financial Conduct Authority (the “**Prospectus**”)¹.

All the Notes allocated to BNP Paribas and KBC, as Joint Lead Managers of the above mentioned public offer, have been placed. As agreed between the Issuer and the Joint Lead Managers, the subscription period will therefore be terminated early on 5 July at 12 noon CET time.

The Aggregate Nominal Amount of the Notes to be issued on 30 July 2013 and listed on the Official List of the FCA and trading on the Main Market of the London Stock Exchange on or around 31 July 2013 has been fixed at EUR 100,000,000 (subject to any adjustment in case of a publication, if any, of a Supplement by the Issuer prior to 30 July 2013).

The final amount of Notes allocated to the investors will match their subscription orders.

Based on the issue price of 101.875% and assuming that Notes are held for 6 years until maturity and are redeemed at par, the gross yield of the Notes, prior to any Belgian withholding tax, is 3.874 % and the net yield (including the Belgian withholding tax of 25%) is 2.828 %. It is to be noted that the tax treatment depends on the individual situation of each investor and the above mentioned yield does not take into account, if any, other costs (such as the costs of the paying agent or the depositary agent) that may be charged to the investors.

This notice is published by BNP Paribas Fortis SA/NV



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¹ The Prospectus and its summary in French and Dutch are available on the website of BNP Paribas Fortis SA/NV (www.bnpparibasfortis.be/emissions) and on the Issuer's website (www.shanksplc.com).