

## Final Terms dated 5 March 2024

### REGIE AUTONOME DES TRANSPORTS PARISIENS

Issue of CHF 150,000,000 1.5125 per cent. Notes due 6 March 2036  
under the Euro 7,000,000,000  
Euro Medium Term Note Programme

**Legal Entity Identifier (LEI): 969500K59E47ULNCAQ69**

#### 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 19 July 2023 which constitutes a base prospectus (the "**Base Prospectus**") for the purposes of Regulation (EU) 2017/1129 (as may be amended from time to time) (the "**EU Prospectus Regulation**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the EU Prospectus Regulation 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, the Base Prospectus and the Swiss prospectus (including all documents set out or incorporated by reference therein) dated 5 March 2024 prepared for the offering and the admission to trading of the Notes on SIX Swiss Exchange (the "**Swiss Prospectus**"). The Base Prospectus and these Final Terms are available for viewing on the website of the Issuer (<https://www.ratp.fr/groupe-ratp/newsroom/corporate/publications-legales>). Copies of the Swiss Prospectus as well as the documents incorporated therein by reference may be obtained from the Issuer or from BNP Paribas (Suisse) SA, 2, place de Hollande 1204 Geneva Switzerland, or can be ordered by email ([swiss\\_cib\\_mlist\\_cmlegal@bnpparibas.com](mailto:swiss_cib_mlist_cmlegal@bnpparibas.com)).

- |    |  |   |
|----|--|---|
| 1. | (i) Issuer:                                    | Régie Autonome des Transports Parisiens       |
| 2. | (i) Series Number:                             | 49  |
|    | (ii) Tranche Number:                           | 1   |
|    | (iii) Date on which the Notes become fungible: | Not Applicable                                |
| 3. | Specified Currency or Currencies:              | Swiss Francs (" <b>CHF</b> ")                 |
| 4. | Aggregate Nominal Amount of Notes:             |   |
|    | (i) Series:                                    | CHF 150,000,000                               |
|    | (ii) Tranche:                                  | CHF 150,000,000                               |
| 5. | Issue Price:                                   | 100 per cent. of the Aggregate Nominal Amount |

6.	Specified Denominations:	CHF 200,000 and CHF 1,000,000
7.	(i) Issue Date:	6 March 2024
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	6 March 2036
9.	Interest Basis:	1.5125 per cent. Fixed Rate <i>(further particulars specified below)</i>
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest Redemption/Payment Basis:	or Not Applicable
12.	Put/Call Options:	Not Applicable
13.	(i) Status of the Notes:	Senior
	(ii) Date Board approval for issuance of Notes obtained:	1 December 2023
14.	Method of distribution	Non-Syndicated

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

15.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	1.5125 per cent. <i>per annum</i> payable annually in arrear
	(ii) Interest Payment Dates:	6 March in each year commencing on 6 March 2025 and ending on the Maturity Date
	(iii) First Interest Payment Date:	6 March 2025
	(iv) Fixed Coupon Amount:	CHF 3,025 per Note of CHF 200,000 Specified Denomination and CHF 15,125 per Note of CHF 1,000,000 Specified Denomination
	(v) Broken Amount:	Not Applicable
	(vi) Day Count Fraction:	30/360
	(vii) Determination Dates:	Not Applicable

16.	Floating Rate Note Provisions	Not Applicable
17.	Zero Coupon Note Provisions	Not Applicable
18.	Fixed to Floating Rate Note Provisions	Not Applicable
19.	Dual Currency Note Provisions	Not Applicable

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

20.	Call Option	Not Applicable
21.	Put Option	Not Applicable
22.	Final Redemption Amount of each Note	CHF 200,000 per Note of CHF 200,000 Specified Denomination and CHF 1,000,000 per Note of CHF 1,000,000 Specified Denomination
23.	Early Redemption Amount	
	(i) Early Redemption Amount of each Note 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):	CHF 200,000 per Note of CHF 200,000 Specified Denomination and CHF 1,000,000 per Note of CHF 1,000,000 Specified Denomination
	(ii) Redemption for taxation reasons permitted on days other than Interest Payment Dates:	Yes
	(iii) Unmatured Coupons to become void upon early redemption (Bearer Notes only):	Not Applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

24.	Form of Notes:	
	(i) Form of Dematerialised Notes:	Not Applicable
	(ii) Registration Agent:	Not Applicable

(iii) Temporary Global Certificate: Materialised Notes (the Notes will be issued outside France)

The Notes will be represented by a temporary global certificate without interest coupons (the "**Temporary Global Certificate**"), which will initially be issued and deposited with SIX SIS AG, Olten, Switzerland ("**SIX SIS AG**") or any other intermediary in Switzerland recognised for such purposes by SIX Swiss Exchange Ltd (SIX SIS AG or any other intermediary, the "**Intermediary**") until the printing of the definitive materialised bearer notes (the "**Definitive Materialised Notes**").

The Temporary Global Certificate shall be exchangeable for Definitive Materialised Notes on or after 15 April 2024 (the "**Exchange Date**"), being 40 days after the Issue Date subject to postponement as provided in the Temporary Global Certificate.

Once the Temporary Global Certificate, and, subsequently, the Definitive Materialised Notes, are deposited with the Intermediary, the Notes will, for Swiss law purposes, constitute intermediated securities (*titres intermédies; Bucheffekten*) ("**Intermediated Securities**") in accordance with the Swiss Federal Intermediated Securities Act (*Loi sur les titres intermédies; Bucheffektengesetz*).

The records of the Intermediary will determine the number of Notes held through each participant in that Intermediary. In respect of the Notes held in the form of Intermediated Securities, the holders of the Notes (the "**Noteholders**" and, each of them individually, a "**Noteholder**") will, for Swiss law purposes, be the persons holding the Notes in a securities account (*compte de titres; Effektenkonto*) which is in their name, or in the case of intermediaries (*dépositaires; Verwahrungsstellen*) holding the Notes for

their own account in a securities account which is in their name.

Each Noteholder shall, for Swiss law purposes, have a quotal co-ownership interest (*part de copropriété; Miteigentumsanteil*) in the Temporary Global Certificate to the extent of its claims against the Issuer until the Exchange Date, provided that for as long as the Temporary Global Certificate remains deposited with the Intermediary, the co-ownership interest shall be suspended, and for so long as the Temporary Global Certificate and the Definitive Materialised Notes remain deposited with the Intermediary, the Notes may only be transferred by the entry of the transferred Notes in a securities account of the transferee.

In accordance with the listing rules of SIX Swiss Exchange, the Definitive Materialised Notes will be printed free of charge for the Noteholders.

25. Financial Centre or other special provisions relating to payment dates: Zurich, T2
26. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No
27. Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: Not Applicable
28. Details relating to Instalment Notes: Not Applicable
29. Representation of holders of Notes/Masse: Condition 10 applies

The Representative shall be:

**MASSQUOTE S.A.S.U.**  
RCS 529 065 880 Nanterre  
33, rue Anna Jacquin  
92100 Boulogne Billancourt  
France

Represented by its Chairman

The Representative will be entitled to a remuneration of €3,500 (VAT excluded), payable at the Issue Date.

The Representative will exercise its duty until its dissolution, resignation or termination of its duty by a general assembly of Noteholders or until it becomes unable to act. Its appointment shall automatically cease on the Maturity Date, or total redemption prior to the Maturity Date.

30. Other final terms :

**Condition 6.2 shall be supplemented and amended by the following:**

"Payments on the Notes will be made irrespective of any present or future transfer restrictions and without regard to any bilateral or multilateral payment or clearing agreement which may be applicable at the time of such payments.

The receipt by the Swiss Paying Agent of the due and punctual payment of the funds in Swiss Francs in Geneva as provided by the Terms and Conditions and these Final Terms, shall release the Issuer of its obligations under the Notes and Coupons for the payment of principal and interest due on the respective Interest Payment Dates and the Maturity Date to the extent of such payments.

Payment of principal of, or interest on, the Notes and Coupons shall be made, only (a) as long as the Notes are Intermediated Securities, through the Swiss Paying Agent and the Intermediary and (b) if Definitive Materialised Notes have been delivered to the Noteholders, at the specified office of the Swiss Paying Agent in Switzerland upon their surrender in freely transferable Swiss Francs without collection costs in Switzerland and without any restrictions and, whatever the circumstances may be, irrespective of nationality, domicile or residence of the holders of the Notes or

Coupons and without requiring any certification, affidavit or the fulfillment of any other formality."

**Condition 6.5 shall be supplemented and amended by the following:**

"So long as the Notes are outstanding, the Issuer will at all times maintain a Paying Agent for the Notes having a specified office in Switzerland and will at no time include a Paying Agent having a specified office outside Switzerland, unless permitted by applicable law."

**Condition 7.2 shall be supplemented and amended by the following:**

(iii) "where such withholding or deduction is imposed on a payment in respect of the Notes required to be made pursuant to laws enacted by Switzerland providing for the taxation of payments according to principles similar to those laid down in the draft legislation of the Swiss Federal Council of December 17, 2014, or otherwise changing the Swiss federal withholding tax system from an issuer-based system to a paying agent based system pursuant to which a person other than the issuer is required to withhold tax on any interest payments."

**Condition 13 shall be supplemented and amended by the following:**

"So long as the Notes are listed on SIX Swiss Exchange and so long as the rules of SIX Swiss Exchange so require, all notices in respect of the Notes will be published by means of electronic publication on the internet website of SIX Swiss Exchange, where notices are currently published under [www.six-group.com/en/products-services/the-swiss-stock-exchange/market-data/news-tools/official-notices.html](http://www.six-group.com/en/products-services/the-swiss-stock-exchange/market-data/news-tools/official-notices.html)."

**DISTRIBUTION**

Not Applicable

30. (i) If syndicated, names of Dealers:
- (ii) Stabilising Manager (if any): Not Applicable
31. If non-syndicated, name of Dealer: BNP Paribas (Suisse) SA
32. Dealer's Commission: 0.250 per cent.
33. U.S. Selling Restrictions Reg. S Category 2; TEFRA D rules are applicable in accordance with Swiss practice

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: .....  
Duly authorised



## PART B – OTHER INFORMATION

### 1 LISTING AND ADMISSION TO TRADING

- (i) Listing: SIX Swiss Exchange
- (ii) Admission to trading: The Notes have been provisionally admitted to trading on SIX Swiss Exchange with effect from 5 March 2024.
- Application for the Notes to be listed on SIX Swiss Exchange will be made as soon as practicable. The last day of trading of the Notes is expected to be the second Zurich business day prior to the Maturity Date.
- (iii) Estimate of total expenses related to admission to trading: Not Applicable
- (iv) Regulated markets or equivalent Euronext Paris markets on which to the knowledge of the Issuer, securities of the same class of the securities to be offered or admitted to trading are already admitted to trading:

### 2 RATINGS

The Notes to be issued are expected to be rated:

Fitch: AA-

Moody's: Aa2

Fitch Ratings Ireland Limited ("**Fitch**") and Moody's France S.A.S ("**Moody's**") are established in the European Economic Area and are registered under the EU CRA Regulation.

According to Fitch, obligations rated "AA-" are of very high credit quality and denote expectations of very low default risk. They indicate very strong capacity for payment of financial commitments.

This capacity is not significantly vulnerable to foreseeable events.

According to Moody's, obligations rated "Aa2" are considered to be of high quality and are subject to very low credit risk.

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

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 REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS**

(i) Reasons for the offer: The net proceeds of the issue of the Notes will be used for general corporate purposes.

(ii) Estimated net proceeds: CHF 149,355,000

### **5 YIELD**

Indication of yield: 1.5125 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.

### **6 OPERATIONAL INFORMATION**

ISIN Code: CH1290871024

Common Code: 277498189

Depositories:

(a) Euroclear France to act as Central Depository: No

(b) Euroclear Bank and Clearstream Banking Société Anonyme to act as Common Depository: No

Any clearing system(s) other than Euroclear France, Euroclear Bank S.A./N.V. and Clearstream Banking Société Anonyme and the relevant identification number(s): SIX SIS AG

Delivery:

Delivery against payment

Names and addresses of additional Paying Agent(s) (if any):

BNP Paribas (Suisse) SA  
2, place de Hollande  
1204 Geneva Switzerland

as Swiss Paying Agent

The Swiss Paying Agent has been appointed for the purpose of the Notes only pursuant to a supplemental agency agreement between the Issuer, the Swiss Paying Agent and certain other parties dated 5 March 2024.

## 7 GENERAL

The aggregate principal amount of Notes has been translated into Euro at the rate of [●], producing a sum of (for Notes not denominated in Euro):

Not Applicable