

FINAL TERMS

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**”); 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 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.

10 October 2018

As amended and restated on 10th September 2019

Compagnie de Saint-Gobain

Legal entity identifier (LEI): NFONVGN05Z0FMN5PEC35

Issue of EUR 100,000,000 1.875% Notes due 21 September 2028 (the “Notes”) to be consolidated and form a single series with the existing EUR 500,000,000 1.875% Notes due 21 September 2028 (the “Tranche 1 Notes”)

**under the EUR 15,000,000,000
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 Base Prospectus dated 13 July 2018 and supplement(s) to it dated 24 August 2018 which together constitute(s) a base prospectus (the “**Base Prospectus**”) for the purposes of the Prospectus Directive (Directive 2003/71/EC) (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 the Base Prospectus. The Base Prospectus and any supplement(s) thereto will be published electronically on the website of the London Stock Exchange plc at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>. 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 Base Prospectus.

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| 1. | (i) Series Number: | 41 |
| | (ii) Tranche Number: | 2 |
| 2. | Specified Currency: | Euro (“EUR”) |
| 3. | Aggregate Nominal Amount of Notes admitted to trading: | |
| | (i) Series: | EUR 600,000,000 |

(ii) Tranche:	EUR 100,000,000
4. Issue Price:	99.586%, of the Aggregate Nominal Amount of the Tranche plus EUR102,739.73 accrued interest (representing 20 days of accrued interest) for the period from, and including, 21 September 2018 to, but excluding, the Issue Date.
5. (i) Specified Denominations:	€100,000 and higher integral multiples of €100,000 in excess thereof
(ii) Calculation Amount:	€100,000
6. (i) Issue Date:	11 October 2018
(ii) Interest Commencement Date:	21 September 2018
7. Maturity Date:	21 September 2028
8. Interest Basis:	1.875% Fixed Rate (further particulars specified below)
9. Redemption/Payment Basis:	Redemption at par
10. Change of Interest Basis:	Not Applicable
11. Put/Call Options:	Not Applicable
12. Date(s) of relevant corporate authorisations for issuance of Notes:	22 February 2018 (Board Authorisation) and 1 October 2018 (Decision to Issue)

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13. Fixed Rate Note provisions	Applicable
(i) Rate(s) of Interest:	1.875%, per annum payable in arrear on each Interest Payment Date
(ii) Interest Payment Date(s):	21 September in each year commencing on 21 September 2019 up to, and including, the Maturity Date, in each case in accordance with the Modified Following Unadjusted Business Day Convention
(iii) Fixed Coupon Amount(s):	EUR 1,875 per Calculation Amount

(iv)	Broken Amount(s):	Not Applicable
(v)	Day Count Fraction:	Actual/Actual (ICMA)
(vi)	Determination Date(s):	21 September in each year
(vii)	Range Accrual:	Not Applicable
14.	Floating Rate Note provisions	Not Applicable
15.	Range Accrual Notes	Not Applicable
16.	Inflation Linked Notes provisions	Not Applicable
17.	Zero Coupon Note provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

18.	Call Option:	Not Applicable
19.	Put Option:	Not Applicable
20.	Final Redemption Amount	
(i)	Fixed Rate Notes, Floating Rate Notes and Zero Coupon Notes:	At par
(ii)	Inflation Linked Redemption:	Not Applicable
21.	Early Redemption Amount of each Note payable on redemption for taxation reasons or on event of default or other early redemption:	At par

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22.	Form of Notes:	Bearer Notes: Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for Definitive Notes only upon an Exchange Event
23.	New Global Note (“NGN”)	Yes
24.	Financial Centre(s):	TARGET

25. Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): No
26. Redenomination: Not Applicable

Signed on behalf of the Issuer:

By: _____

Duly authorised


Adil BELNEJDOUS

10.09.2013

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TRADING

- (i) Admission to trading: Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange with effect from the Issue Date.
The Tranche 1 Notes are already listed and admitted to trading on the London Stock Exchange.
- (ii) Estimate of total expenses related to admission to trading: £ 3,375

2. RATINGS

Ratings: The Notes to be issued are expected to be rated:
S & P: BBB (stable)
Moody's: Baa2 (stable)

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

Save as discussed in “*Subscription and Sale and Transfer and Selling Restrictions*”, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. YIELD (Fixed Rate Notes only)

Indication of yield: 1.921%
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: Until the Notes have been consolidated and form a single series with the Tranche 1 Notes, which is expected to be on or about 20 November 2018, they will be assigned a Temporary ISIN Code as follows:

XS1891195775

Thereafter, they will assume the same ISIN Code as the Tranche 1 Notes as follows:

XS1881593971

Common Code:

Until the Notes have been consolidated and form a single series with the Tranche 1 Notes, which is expected to be on or about 20 November 2018, they will be assigned a Temporary Common Code as follows:

189119577

Thereafter, they will assume the same Common Code as the Tranche 1 Notes as follows:

188159397

FISN/s:	Not Applicable
CFI code/s	Not Applicable
Book-entry clearing systems	Clearstream Banking, <i>société anonyme</i>
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:	Yes. Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the International Central Securities Depositories (“ICSDs”) as common safekeeper, and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day 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 the Eurosystem eligibility criteria have been met.
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6. DISTRIBUTION

U.S. Selling Restrictions:	TEFRA D
Stabilisation Manager(s) (if any):	Not Applicable