SCHEDULE 3

FORM OF PRICING TERM SHEET

EXPERIAN FINANCE PLC

PRICING TERM SHEET

US$750,000,000 2.750 % Senior Notes due March 8, 2030

Guaranteed by EXPERIAN PLC

DATED: December 3, 2019

Issuer: Experian Finance plc
Guarantor: Experian plc
Legal Format: Rule 144A / Reg. S (Category 2)
Expected Rating: A- by S&P Global Ratings Europe Limited
Baa1 by Moody's Investors Service Ltd.
Size: US$750,000,000
Coupon: 2.750% semi-annually in arrear
Ranking: Senior Unsecured
Currency: U.S. Dollars
Tenor: 10.2 years
Pricing Date: December 3, 2019
Expected Settlement Date: (T+5); December 10, 2019

Under Rule 15c6-1 under the Exchange Act, trades in the secondary market are required to settle in two business days, unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade Notes prior to the delivery of the Notes hereunder may be required, by virtue of the fact that the Notes initially settle in T+5, to specify an alternate settlement arrangement at the time of any such trade to prevent a failed settlement. Purchasers of the Notes who wish to trade the Notes prior to their date of delivery should consult their advisers.

Maturity Date: March 8, 2030
Par Call Date: Any time on and from December 8, 2029
Change of Control: Upon the occurrence of a Put Event (as defined in the Listing Particulars), Noteholders will have the option to require the Issuer to redeem or, at the option of the Issuer, purchase (or procure the purchase of) the Notes at 101% of the principal amount of the Notes plus accrued and unpaid interest
Denominations: US$200,000 and integral multiples of US$1,000 in excess thereof
Interest Payment Dates: Semi-annually in arrear on March 8 and September 8 in each year. Short first coupon.
First Interest Payment Date: March 8, 2020
Day Count Fraction: 30/360
Benchmark Treasury: UST 1.750% due November 15, 2029
Benchmark Treasury Yield: 1.717%
Benchmark Treasury Price: 100-09+
Re-offer Price: 98.970%
Re-offer Yield: 2.867%
Re-offer US Treasury Spread: 115 basis points
Make-whole US Treasury Spread: 20 basis points
Gross Proceeds: US$742,275,000
Listing: Global Exchange Market of Euronext Dublin
Clearing: DTC
Form of the Notes: Registered Global Notes
Initial Purchasers: HSBC Securities (USA) Inc., J.P. Morgan Securities LLC, Santander Investment Securities Inc., Wells Fargo Securities, LLC, MUFG Securities Americas Inc. and Skandinaviska Enskilda Banken AB (publ)
Rule 144A CUSIP: 30217AAC7
Rule 144A ISIN: US30217AAC71
Regulation S CUSIP: G3257NAH9
Regulation S ISIN: USG3257NAH91
Law: English law
Documentation: Standalone

Before you invest, you should read the Preliminary Listing Particulars dated November 25, 2019 (the Listing Particulars) for more complete information about the Issuer, the Guarantor and this offering. Any Initial Purchaser will arrange to send you the Listing Particulars if you request it.

This pricing term sheet is qualified in its entirety by reference to the Listing Particulars. The information in this pricing term sheet supplements the Listing Particulars and supersedes the information therein to the extent that there are any inconsistencies. Terms not otherwise defined herein shall have the meanings ascribed to them in the Listing Particulars.

*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.*

The Notes and the Guarantee have not been and will not be registered under the United States Securities Act of 1933, as amended (the Securities Act), or the securities laws of any other jurisdiction, and are being offered: (a) for sale to qualified institutional buyers (each a QIB) as defined in, and in reliance upon, Rule 144A (Rule 144A) under the Securities Act and (b) for sale outside the United States to persons other than U.S. persons in reliance upon Regulation S (Regulation S) under the Securities Act. Prospective purchasers are hereby notified that the sellers of the Notes and the Guarantee may be relying on the exemption from the registration requirements of the Securities Act provided by Rule 144A of the Securities Act or another available exemption from registration.
The distribution of this pricing term sheet and the offering in certain jurisdictions may be restricted by law and therefore persons into whose possession this pricing term sheet comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions could result in a violation of the laws of such jurisdiction. In particular, this pricing term sheet may only be distributed in the United States to persons reasonably believed to be QIBs.

For a description of these and certain further restrictions on offers, sales and transfers of the Notes and the distribution of the Listing Particulars and this pricing term sheet, see the section headed “Plan of Distribution” in the Listing Particulars.

PRIIPs Regulation / 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, 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 (the PRIIPs Regulation) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been or will be 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.

MiFID II product governance / Professional investors and eligible counterparties 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 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.

Stabilisation: FCA/ICMA.

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