

FINAL TERMS

Final Terms dated 18 July 2014

NET4GAS, s.r.o.

Issue of €160,000,000 3.5 per cent. Fixed Rate Notes due 2026

under the €5,000,000,000

Euro 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 9 July 2014 which constitutes a base prospectus (the “**Base Prospectus**”) for the purposes of Directive 2003/71/EC, as amended (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. 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. The Base Prospectus has been published on the website of the ISE (www.ise.ie).

1	(i) Issuer:	NET4GAS, s.r.o.
2	(i) Series Number:	2
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3	Specified Currency or Currencies:	Euro (€)
4	Aggregate Nominal Amount:	
	(i) Series:	€160,000,000
	(ii) Tranche:	€160,000,000
5	Issue Price:	99.711 per cent. of the Aggregate Nominal Amount
6	(i) Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof up to and including €99,000. No notes in definitive form will be issued with a denomination above €99,000.
	(ii) Calculation Amount:	€1,000
7	(i) Issue Date:	28 July 2014
	(ii) Interest Commencement Date	28 July 2014
8	Maturity Date:	28 July 2026
9	Interest Basis:	3.5 per cent. Fixed Rate (See paragraph 14 below)

10	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
11	Change of Interest Basis:	Not Applicable
12	Put Options:	Change of Control Put Event Loss of Licence Put Event (See paragraph 18 and 19 below)
13	Date Board approval for issuance of Notes obtained:	7 July 2014

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note provisions	Applicable
	(i) Rate of Interest:	3.5 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	28 July in each year
	(iii) Fixed Coupon Amount:	€35.00 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual-ICMA
	(vi) Determination Dates:	28 July in each year
15	Floating Rate Note provisions	Not Applicable
16	Zero Coupon Note provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17	Put Option	Not Applicable
18	Change of Control Put Event	Applicable
19	Loss of Licence Put Event	Applicable
20	Final Redemption Amount of each Note	€1,000 per Calculation Amount
21	Early Redemption Amount	
	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption:	€1,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22	Form of Notes:	Registered Notes: Regulation S Global Note registered in the name of a common safekeeper for Euroclear and Clearstream, Luxembourg
23	New Global Note:	No
24	Financial Centre(s):	Not Applicable

25 Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): No

The Issuer accepts responsibility for the information contained in these Final Terms. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in these Final Terms is in accordance with the facts and does not omit anything likely to affect the import of such information.

Signed on behalf of NET4GAS, s.r.o.:

By:

Duly authorised

PART B – OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

- (i) Admission to trading: Application has been made to the Irish Stock Exchange for the Notes to be admitted to the official list (the “**Official List**”) and trading on its regulated market by the Issuer (or on its behalf) with effect from 28 July 2014.
- (ii) Estimate of total expenses related to admission to trading: €500.00

2 RATINGS

- Ratings: The Notes to be issued are expected to be rated:
S&P: BBB
Fitch: BBB
- S&P and Fitch are established in the EU and registered under Regulation (EC) No. 1060/2009 as amended by Regulation (EC) No. 513/2011 (the “CRA Regulation”). A list of registered credit rating agencies is published at the European Securities and Market Authority’s website: www.esma.europa.eu.

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

Save for any fees payable to the Dealers, 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

- Indication of yield: 3.530 per cent.
- 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: XS1090449627
- Common Code: 109044962
- Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable
- 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 ICSDs as common safekeeper (and registered in the name of a nominee of one of the ICSDs acting 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 Eurosystem eligibility criteria have been met.

6 **DISTRIBUTION**

(i) Method of distribution:

Syndicated

(ii) If syndicated:

(A) Names of Dealers:

Barclays Bank PLC, BNP Paribas, UniCredit Bank AG, Credit Agricole Corporate and Investment Bank, Erste Group Bank AG, Merrill Lynch International, The Royal Bank of Scotland plc

(B) Stabilisation Manager(s) (if any):

Not Applicable

(iii) If non-syndicated, name of Dealer:

Not Applicable

(iv) U.S. Selling Restrictions:

Reg. S Compliance Category 2; TEFRA not applicable