

## FINAL TERMS

3 February 2017

### ESB Finance DAC (formerly ESB Finance Limited)

#### Issue of EUR500,000,000 1.750 per cent. Notes due 7 February 2029 unconditionally and irrevocably guaranteed by Electricity Supply Board under the EUR3,000,000,000 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 Offering Circular dated 24 May 2016 and the supplement to it dated 26 January 2017 which together constitute a base prospectus for the purposes of the Prospectus Directive (the **Offering Circular**). 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 Offering Circular. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Offering Circular. The Offering Circular has been published on the website of the Irish Stock Exchange ([www.ise.ie](http://www.ise.ie)).

- |     |   |   |
|-----|---|---|
| 1.  | (a) Issuer:   | ESB Finance DAC   |
|     | (b) Guarantor:  | Electricity Supply Board  |
| 2.  | (a) Series Number:  | 7   |
|     | (b) Tranche Number:   | 1   |
|     | (c) Date on which the Notes will be consolidated and form a single Series:                              | Not Applicable  |
| 3.  | Specified Currency or Currencies:   | Euro (EUR)  |
| 4.  | Aggregate Nominal Amount:   |   |
|     | (a) Series:   | EUR500,000,000  |
|     | (b) Tranche:  | EUR500,000,000  |
| 5.  | Issue Price:  | 98.753 per cent. of the Aggregate Nominal Amount  |
| 6.  | (a) Specified Denominations:  | EUR100,000 and integral multiples of EUR1,000 in excess thereof up to and including EUR199,000. No Notes in definitive form will be issued with a denomination above EUR199,000 |
|     | (b) Calculation Amount (in relation to calculation of interest on Notes in global form see Conditions): | EUR1,000  |
| 7.  | (a) Issue Date:   | 7 February 2017   |
|     | (b) Interest Commencement Date:   | Issue Date  |
| 8.  | Maturity Date:  | 7 February 2029   |
| 9.  | Interest Basis:   | 1.750 per cent. Fixed Rate<br>(see paragraph 14 below)  |
| 10. | Redemption/Payment Basis:   | Redemption at par   |
| 11. | Change of Interest Basis:   | Not Applicable  |
| 12. | Put/Call Options:   | Issuer Call<br>Make-Whole Redemption by the Issuer<br>(see paragraph 19 and 20 below)   |

- |     |   |  |
|-----|---|--|
| 13. | (a) Status of the Notes:  | Senior   |
|     | (b) Date Board approval for issuance of Notes and Guarantee obtained: | 25 January 2017 and 14 December 2016, respectively |

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

- |     |   |  |
|-----|---|--|
| 14. | Fixed Rate Note Provisions:   | Applicable   |
|     | (a) Rate(s) of Interest:  | 1.750 per cent. per annum payable in arrear on each Interest Payment Date                          |
|     | (b) Interest Payment Date(s):   | 7 February in each year from (and including) 7 February 2018 up to and including the Maturity Date |
|     | (c) Fixed Coupon Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions): | EUR17.50 per Calculation Amount  |
|     | (d) Broken Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions):       | Not Applicable   |
|     | (e) Day Count Fraction:   | Actual/Actual (ICMA)   |
|     | (f) Determination Date(s):  | 7 February in each year  |
|     | (g) Ratings Step-up/Step-down:  | Not Applicable   |
|     | (f) Step Up Margin:   | Not Applicable   |
|     | (g) Maximum Step-up Coupon  | Not Applicable   |
| 15. | Floating Rate Note Provisions:  | Not Applicable   |
| 16. | Zero Coupon Note Provisions:  | Not Applicable   |
| 17. | Index Linked Interest Note Provisions:  | Not Applicable   |

**PROVISIONS RELATING TO REDEMPTION**

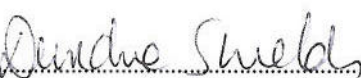
- |     |                                      |  |
|-----|--------------------------------------|--|
| 18. | Notice periods for Condition 7.2:    | Minimum period: 30 days<br>Maximum period: 60 days   |
| 19. | Issuer Call:                         | Applicable   |
|     | (a) Optional Redemption Date(s):     | Any day during the period from (and including) the day that is 90 days prior to the Maturity Date to (but excluding) the Maturity Date |
|     | (b) Optional Redemption Amount:      | EUR1,000 per Calculation Amount  |
|     | (c) If redeemable in part:           | Not Applicable   |
|     | (d) Notice period:                   | Minimum period: 15 days<br>Maximum period: 30 days   |
| 20. | Make-Whole Redemption by the Issuer: | Applicable from (and including) the Issue Date to (but excluding) the day that is 90 days prior to the Maturity Date                   |
|     | (a) Euro Reference Stock:            | 0.000 per cent. Bundesanleihe of Bundesrepublik Deutschland due 15 August 2026 with ISIN   |

- |  |  |
|--|--|
|  | DE0001102408   |
| (b) Discount Margin:   | 0.25 per cent.   |
| (c) Determination Date:  | 2 Business Days immediately preceding the Make-Whole Redemption Date |
| (d) Determination Agent  | Barclays Bank PLC  |
| (e) If redeemable in part:   | Not Applicable   |
| (f) Notice Period:   | Minimum period: 15 days<br>Maximum period: 30 days                   |
| 21. Investor Put:  | Not Applicable   |
| 22. Final Redemption Amount:   | EUR1,000 per Calculation Amount                                      |
| 23. Early Redemption Amount payable on redemption for taxation reasons, indexation reasons (if applicable) or on a change of control or an event of default: | EUR1,000 per Calculation Amount                                      |
| 24. Maximum Index Redemption Amount:   | Not Applicable   |
| 25. Minimum Index Redemption Amount:   | Not Applicable   |


**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- |   |   |
|---|---|
| 26. Form of Notes:  |   |
| (a) Form:   | Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event |
| (b) New Global Note:  | Yes   |
| 27. Additional Financial Centre(s):   | Not Applicable  |
| 28. Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | No  |
| 29. Redenomination applicable:  | Redenomination not applicable   |

Signed on behalf of the Issuer:

By:   
Duly authorised

Signed on behalf of the Guarantor:

By:   
Duly authorised

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (i) Listing and Admission to trading: Application has been made by the Issuer for the Notes to be admitted to the Official List of the Irish Stock Exchange and trading on its regulated market with effect from 7 February 2017.
- (ii) Estimate of total expenses related to admission to trading: EUR600

### 2. RATINGS

- Ratings: The Notes to be issued have been rated:
- A- by Fitch Ratings Limited (**Fitch**), Baa1 by Moody's Investors Service Limited (**Moody's**) and A- by Standard & Poor's Credit Market Services Europe Limited (**S&P**).
- Each of Fitch, Moody's and S&P is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended)

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

Save for any fees payable to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Joint Lead Managers 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 the Guarantor and their affiliates in the ordinary course of business.

### 5. YIELD (*Fixed Rate Notes only*)

- Indication of yield: 1.867 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.

### 7. OPERATIONAL INFORMATION

- (i) ISIN: XS1560853670
- (ii) Common Code: 156085367
- (iii) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (vi) 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 does not necessarily mean that the Notes will be recognized 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.

## 8. DISTRIBUTION

- |   |  |
|---|--|
| (i) Method of distribution:                     | Syndicated   |
| (ii) If syndicated, names of Managers:          | Barclays Bank PLC<br>J.P. Morgan Securities plc<br>RBC Europe Limited<br>Société Générale<br>(the <b>Joint Lead Managers</b> ) |
| (iii) Date of Subscription Agreement:           | 3 February 2017  |
| (iv) Stabilisation Manager(s) (if any):         | Barclays Bank PLC  |
| (v) If non-syndicated, name of relevant Dealer: | Not Applicable   |
| (vi) U.S. Selling Restrictions:                 | Reg. S Compliance Category 2; TEFRA D  |