

EXECUTION COPY

Final Terms dated 7 April 2020

LeasePlan Corporation N.V.

Legal Entity Identifier (LEI): 724500C60L930FVHS484

Issue of EUR 500,000,000 3.500 per cent. Senior Notes due 9 April 2025

**under the EUR 15,000,000,000
Debt Issuance Programme**

PROHIBITION OF SALES TO EEA AND UK 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 EEA or in the United Kingdom (the "**UK**"). 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**"); (ii) a customer within the meaning of Directive 2016/97/EU (the "**IDD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Regulation. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the PRIIPs Regulation.

MiFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of each 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 manufacturers' 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 manufacturers' target market assessment) and determining appropriate distribution channels.

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes (the "**Conditions**") in the Base Prospectus dated 27 March 2020 which constitutes a base prospectus for the purposes of the Prospectus Regulation. This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with such Base Prospectus and any supplement thereto in order to obtain all the relevant information. 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 and any supplement thereto. The Base Prospectus and any supplement thereto are available, free of charge, from the office in London of Deutsche Bank AG, London Branch in its capacity as Issuing and Principal Paying Agent and on the investors section of the Issuer's website <https://www.leaseplan.com>. Any information contained in or accessible through any website, including <https://www.leaseplan.com>, does not form part of the Base Prospectus and has not been scrutinised or approved by the AFM, unless specifically stated in the Base Prospectus, in any supplement hereto or in any document incorporated or deemed to be incorporated by reference in the Base Prospectus that all or any portion of such information is incorporated by reference in the Base Prospectus.

The expression "**Prospectus Regulation**" means Regulation (EU) 2017/1129.

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| 1. | (i) | Issuer: | LeasePlan Corporation N.V. |
| 2. | (i) | Series Number: | 469 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Notes become fungible: | Not Applicable |
| 3. | | Specified Currency or Currencies: | Euro (" EUR ") |

4.	Aggregate Nominal Amount:	
	– Series:	EUR 500,000,000
	– Tranche:	EUR 500,000,000
5.	Issue Price:	99.964 per cent. of the Aggregate Nominal Amount
6.	(i) Specified Denominations:	EUR 100,000 and integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a denomination above EUR 199,000.
	(ii) Calculation Amount:	EUR 1,000
7.	(i) Issue Date:	9 April 2020
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	9 April 2025
9.	Interest Basis:	3.500 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 (further particulars specified below)
11.	Change of Interest Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	(i) Status of the Notes:	Senior Notes

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	Fixed Rate Note Provisions	Applicable
	(i) Rate(s) of Interest:	3.500 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	9 April in each year up, from and including 9 April 2021 to and including the Maturity Date in each case subject to adjustment in accordance with the Following Business Day Convention, Unadjusted
	(iii) Fixed Coupon Amount(s):	EUR 35.00 per Calculation Amount
	(iv) (Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual (ICMA)
	(vi) Determination Dates:	9 April in each year
	(vii) Reference Rate Determination:	No
	– Reference Rate Replacement:	Not Applicable

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| 15. Floating Rate/CMS-Linked Interest Note Provisions | Not Applicable |
| 16. Zero Coupon Note Provisions | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 17. Issuer Call: | Not Applicable |
| 18. Investor Put: | Not Applicable |
| 19. Regulatory Call: | Not Applicable |
| 20. Final Redemption Amount of each Note: | EUR 1,000 per Calculation Amount |
| 21. Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default: | EUR 1,000 |
| 22. Variation or Substitution: | Not Applicable |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 23. Form of Notes: | Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event. |
| 24. New Global Note Form: | Applicable |
| 25. Additional Financial Centre(s): | Not Applicable |
| 26. Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | No |
| 27. Redenomination: | Not Applicable |
| 28. Whether Condition 8 (a) of the Notes applies (in which case Condition 7(b) of the Notes will not apply) or whether Condition 8(b) and Condition 7(b) of the Notes apply: | Condition 8(b) and Condition 7(b) apply |
| 29. Calculation Agent: | Not Applicable |
| 30. Relevant Benchmark: | Not Applicable |

Signed on behalf of the Issuer:

By:
Duly authorised

By:
Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing: Euronext Amsterdam
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on Euronext Amsterdam with effect from 9 April 2020
- (iii) Estimate of total expenses related to admission to trading: EUR 4,300

2. RATINGS

- Ratings: The Notes to be issued have been rated:
- S & P: BBB- stable
 - Moody's: Baa1 stable
 - Fitch: BBB+ stable
- Each of S&P Global Ratings Europe Limited, France Branch, Fitch Ratings Ltd. and Moody's France are established in the EEA or the UK and registered under Regulation (EC) No 1060/2009, as amended (the "**CRA Regulation**").

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

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

4. REASONS FOR THE OFFER AND ESTIMATED NET AMOUNT OF PROCEEDS

- Reasons for the offer: The net proceeds of the Notes will be allocated by the Issuer to Eligible Projects as set out in the Issuer's Green Finance Framework, available on the Issuer's website at <https://www.leaseplan.com/corporate/investors/reports-reports-and-funding-documents#green-bond>
- "Eligible Projects" are defined as eligible vehicles meaning battery electric vehicles. These are vehicles that meet the criteria of 'Green' under the Climate Bonds Standards and Certification (traffic light) scheme. More information on the Climate Bonds Standard and Certification (traffic light) scheme is available on <https://www.climatebonds.net/files/files/Low%20Carbon%20Transport%20Background%20Paper%20Feb%202017.pdf>.
- The criteria used to select Eligible Projects comply with the recommendation of the Technical Expert Group on the EU Taxonomy published at the start of March 2020, which establishes a system to classify environmentally sustainable activities by setting out metrics and thresholds.
- Any information contained in or accessible through any website or other source, including

www.leaseplan.com, does not form a part of the Final Terms and Base Prospectus, unless specifically stated.

Estimated net proceeds: EUR 498,570,000

5. **YIELD**

Indication of yield: 3.508 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: XS2155365641

Common Code: 215536564

Debt Issuance Programme Number: 004439

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A. and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of initial Paying Agent(s): Deutsche Bank AG, London Branch
Winchester House
1 Great Winchester Street
London EC2N 2DB
United Kingdom

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 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.

7. **DISTRIBUTION**

If syndicated, names of Managers: Danske Bank A/S
HSBC Bank plc
ING Bank N.V.
J.P. Morgan Securities plc
Société Générale

Stabilising Manager(s) (if any): Not Applicable

If non-syndicated, name of Dealer: Not Applicable

U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D