

**Final Terms dated 22 November 2012**



**LA POSTE**

**SERIES NO: 16**

**TRANCHE NO: 1**

**Issue of €750,000,000 2.75 per cent. Notes due November 2024**

Under the Euro 7,000,000,000  
Euro Medium Term Note Programme  
for the issue of Notes

Due from one month to 30 years from the date of original issue

Issue Price: 99.597 per cent.

**CRÉDIT AGRICOLE CIB  
DEUTSCHE BANK  
HSBC**

## 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 18 October 2012 which received visa no. 12-505 on 18 October 2012 from the *Autorité des marchés financiers* (the “**AMF**”) which constitutes a base prospectus for the purposes of the Directive 2003/71/EC as amended (which includes the amendments made by Directive 2010/73/EU to the extent that such amendments have been implemented in the relevant Member State of the European Economic Area) (the “**Prospectus Directive**”) (the “**Base Prospectus**”).

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 such 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 is available for viewing on the website of the Issuer ([www.laposte.fr](http://www.laposte.fr)), on the website of the AMF ([www.amf-france.org](http://www.amf-france.org)) and from the Issuer, on request, at 44, boulevard de Vaugirard 75015 Paris, France, during normal business hours.

1	Issuer:	La Poste
2	(i) Series Number:	16
	(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:	€ 750,000,000
	(ii) Tranche:	€ 750,000,000
5	Issue Price:	99.597 per cent. of the Aggregate Nominal Amount
6	Specified Denomination(s):	€ 100,000
7	(i) Issue Date:	26 November 2012
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	26 November 2024
9	Interest Basis:	2.75 per cent. Fixed Rate. (further particulars specified below)
10	Redemption 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/Call Options:	Not Applicable
13	(i) Status of the Notes:	Unsubordinated Notes

- |      |   |   |
|------|---|---|
| (ii) | Dates of the corporate authorisations for issuance of Notes obtained: | Decision of the <i>Conseil d'Administration</i> of La Poste dated 21 December 2011 authorising the issue of the Notes<br><br>Decision of Mr Jean-Paul BAILLY, <i>Président-Directeur Général</i> of La Poste dated 22 November 2012 deciding the issue of the Notes |
|------|---|---|

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

- |           |  |   |
|-----------|--|---|
| <b>14</b> | <b>Fixed Rate Note Provisions</b>          | Applicable  |
|           | (i) Rate of Interest:                      | 2.75 per cent. <i>per annum</i> payable in arrear on each Interest Payment Date |
|           | (ii) Interest Payment Dates:               | 26 November in each year commencing on 26 November 2013                         |
|           | (iii) Fixed Coupon Amount:                 | € 2,750 per Specified Denomination  |
|           | (iv) Broken Amounts:                       | Not Applicable  |
|           | (v) Day Count Fraction (Condition 5(a)):   | Actual/Actual-ICMA  |
|           | (vi) Determination Dates (Condition 5(a)): | 26 November in each year  |
| <b>15</b> | <b>Floating Rate Provisions</b>            | Not Applicable  |
| <b>16</b> | <b>Zero Coupon Note Provisions</b>         | Not Applicable  |

**PROVISIONS RELATING TO REDEMPTION**

- |           |   |  |
|-----------|---|--|
| <b>17</b> | <b>Call Option</b>  | Not Applicable   |
| <b>18</b> | <b>Put Option</b>   | Not Applicable   |
| <b>19</b> | <b>Final Redemption Amount of each Note</b>   | Specified Denomination                                 |
| <b>20</b> | <b>Early Redemption Amount</b><br>Early Redemption Amount of each Note payable on redemption for taxation reasons (Condition 6(e)), for illegality (Condition 6(h)) or an event of default (Condition 9): | € 100,000 per Note of € 100,000 Specified Denomination |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- |           |   |  |
|-----------|---|--|
| <b>21</b> | Form of Notes:  | Dematerialised Notes                             |
|           | (i) Form of Dematerialised Notes:   | Bearer dematerialised form ( <i>au porteur</i> ) |
|           | (ii) Registration Agent:  | Not Applicable                                   |
|           | (iii) Temporary Global Certificate:   | Not Applicable                                   |
| <b>22</b> | Financial Centre(s) (Condition 7(h)):   | Not Applicable                                   |
| <b>23</b> | Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | Not Applicable                                   |

- 24 Redenomination, renominalisation and reconventioning provisions: Not Applicable
- 25 Purchase in accordance with Article L. 213-1 A and D. 213-1 A of the French *Code monétaire et financier*: Not Applicable
- 26 Consolidation provisions: Not Applicable
- 27 *Masse* (Condition 11): Contractual *Masse* shall apply  
The initial Representative shall be:  
MASSQUOTE S.A.S.U.  
RCS 529 065 880 Nanterre  
Mailing address :  
33, rue Anna Jacquin  
92100 Boulogne Billancourt  
France  
Represented by its Chairman
- Alternate Representative:  
Gilbert Labachotte  
8, Boulevard Jourdan  
75014 Paris
- The Representative will be entitled to a remuneration of €400 (VAT excluded) per year.

#### **RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of LA POSTE:

Duly authorised by: Eric BOSDONNAT, Head of Treasury and Funding



## PART B – OTHER INFORMATION

### 1 LISTING AND ADMISSION TO TRADING

- (i) **Listing and admission to trading:** Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 26 November 2012.
- (ii) **Estimate of total expenses related to admission to trading:** € 16,400 (listing fees)

### 2 RATINGS

Ratings: The Notes to be issued have been rated.  
S & P: A  
Fitch Ratings: AA  
Each of S&P and Fitch Ratings is established in the European Union and registered under Regulation (EC) No 1060/2009 (as amended).

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

Save as discussed in "Subscription and Sale" so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### 4 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) **Reasons for the offer:** See "Use of Proceeds" wording in Base Prospectus.
- (ii) **Estimated net proceeds:** € 745,477,500
- (iii) **Estimated total expenses:** € 16,400 (listing fees)

### 5 YIELD

Indication of yield: 2.790 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.

### 6 OPERATIONAL INFORMATION

ISIN Code: FR0011360478  
Common Code: 085744232

Depositories:

- (i) Euroclear France to act as Central Depository: Yes
- (ii) Common Depository for Euroclear Bank S.A./N.V. and Clearstream, Luxembourg: No

Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

**7 DISTRIBUTION**

(i) Method of distribution: Syndicated

(ii) If syndicated:

(A) Names of Managers: **Crédit Agricole Corporate and Investment Bank**  
9, quai du Président Paul Doumer  
92920 Paris La Défense Cedex  
France

**Deutsche Bank AG, London Branch**  
Winchester House  
1 Great Winchester Street  
London EC2N 2DB  
United Kingdom

**HSBC France**  
103, avenue des Champs Elysées  
75008 Paris  
France

(B) Stabilising Manager(s) if any: **Co-ordinating Stabilising Manager:**  
Deutsche Bank AG, London Branch  
**Stabilising Managers:**  
Crédit Agricole Corporate and Investment Bank  
Deutsche Bank AG, London Branch  
HSBC France

(iii) If non-syndicated, name and address of Dealer: Not Applicable

(iv) US Selling Restrictions(Categories of potential investors to which the Notes are offered): Reg. S Compliance Category 2 applies to the Notes; TEFRA not applicable