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TERNA: SUCCESSFULL LAUNCH OF 10-YEAR BOND ISSUE FOR € 1 BILLION

The operation is part of the financial optimisation strategy to support investments for a more sustainable, secure and efficient electricity grid

Rome, 19 July 2017 – Terna SpA has successfully launched a fixed-rate bond issuance for a total amount of \in 1 billion under its \in 8,000 million Euro Medium Term Notes (EMTN) Programme, which has been rated "BBB" rating by Standard and Poor's, a "(P)Baa1" by Moody's and a "BBB+" by Fitch.

The notes, with a duration of 10 years and maturity date falling on 26 July 2027, will pay a coupon of 1.375% and will be issued at a price of 99.602%, with a spread of 50 basis points over the midswap (the "Notes"). The Notes will be listed on the Luxembourg Stock Exchange.

The operation is part of Terna's financial optimisation programmes serving the Group's investment plan aimed at reinforcing the transmission grid and making it more sustainable, efficient and interconnected at European level. Terna's strategy is, indeed, focused on combining sustainability and growth in order to foster the energy transition under way and to generate more benefits for the Country.

The bond, which is addressed to qualified investors, was placed by a syndicate of banks formed by Banca IMI, BNP Paribas, Deutsche Bank, Goldman Sachs International and Unicredit Bank acting as joint lead managers and joint bookrunners.

This press release (the "Press Release") (including the information contained herein) does not constitute or is part of an offering or an invitation to purchase the Notes issued by the Company. No action has been taken or will be taken by the Company that would permit an offering to sell or an invitation to purchase the Notes in any jurisdiction where actions for such purposes are required.

It is forbidden to distribute this Press Release in any jurisdiction where actions for such purpose are required. Persons into whose possession this Press Release comes are required to inform themselves about and to observe any such restrictions.





In particular, this Press Release (including the information contained herein) does not constitute or is part of an offering of the Notes in the United States of America, Japan, Australia or Canada and shall not be distributed, directly or indirectly, in such jurisdictions.

The Notes have not been and will not be registered under the United States Securities Act of 1933, as subsequently amended (the "Securities Act"), and may not be offered or sold in the United States of America without a registration or a specific exemption from registration under the Securities Act.

In the United Kingdom this Press Release is directed only to: (i) persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"), and qualified investors under Article 49(2) from (a) to (d) of the Order, and (ii) to whom this Press Release may otherwise be lawfully communicated (together being referred to as "Relevant Persons"). This Press Release must not be acted or relied upon by persons who are not Relevant Persons. Any investment or investment activity, to which this Press Release relates, is considered in the exclusive interest of and only addressed to the Relevant Persons and will be undertaken only with Relevant Persons.

The documentation relating to the issuance of the Notes is not and will not be submitted to CONSOB (the Italian Securities Exchange Commission) pursuant to the applicable laws. Therefore, the Notes may not be offered, sold or distributed to the public in the territory of the Republic of Italy, other than to qualified investors, as defined by Article 26(1)(d) of CONSOB Regulation No. 16190 of 29 October 2007, pursuant to Article 100 of Legislative Decree No. 58 of 24 February 1998 (the "Consolidated Finance Act"), as amended, and pursuant to Article 34-ter of CONSOB Regulation No. 11971 of 14 May 1999 (the "Issuers Regulation"), as amended from time to time, or in the other circumstances set forth under Article 100 of the Consolidated Finance Act or the Issuers' Regulation, in any case in compliance with laws and regulations or requirements imposed by CONSOB or other Italian Authority.