

PROHIBITION OF SALES TO EEA 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 European Economic Area (“EEA”). 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**”); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the “**Insurance Distribution Directive**”), 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 Regulation (EU) 2017/1129 (as amended, 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 has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

PROHIBITION OF SALES TO 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 United Kingdom (“UK”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (“EUWA”); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the “FSMA”) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA, or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the “**UK PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

MIFID II Product Governance / Professional investors and eligible counterparties only target market – Solely for the purposes of the manufacturers’ product approval process, the target market assessment in respect of the Notes, taking into account the five (5) categories referred to in item 19 of the Guidelines published European Securities and Markets Authority (“ESMA”) on 3 August 2023, 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.

UK MiFIR Product Governance / Professional investors and eligible counterparties only target market – Solely for the purposes of the 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 only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (“COBS”), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**UK MiFIR**”); 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 the FCA Handbook Product Intervention and Product Governance Sourcebook (the “**UK MiFIR Product Governance Rules**”) 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.

Final Terms dated 13 January 2026



Edenred

Legal Entity Identifier (LEI): 9695006LOD5B2D7Y0N70

Euro 2,000,000,000

Euro Medium Term Note Programme
for the issue of Notes

SERIES NO: 1

TRANCHE NO: 1

**Euro 500,000,000 3.750 per cent. Notes due January 2033 (the “Notes”)
issued by Edenred (the “Issuer”)**

CREDIT AGRICOLE CIB

SOCIETE GENERALE CORPORATE & INVESTMENT BANKING

as Global Coordinators and Joint Active Bookrunners

BARCLAYS

BNP PARIBAS

CIC CORPORATE & INSTITUTIONAL BANKING

COMMERZBANK

HSBC

as Joint Active Bookrunners

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 14 November 2025 which has received approval no. 25-444 from the *Autorité des marchés financiers* (the “AMF”) on 14 November 2025 and the supplement to it dated 7 January 2026 which has received approval no. 26-004 from the AMF on 7 January 2026 which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129, as amended (the “**Prospectus Regulation**”) (the “**Base Prospectus**”). 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 the Base Prospectus as so supplemented in order to obtain all the information. The Base Prospectus (including the supplement thereto) are available for viewing on the website of the AMF (www.amf-france.org) and of Edenred (www.edenred.com).

1	Issuer:	Edenred
2	(i) Series Number:	1
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3	Specified Currency:	Euro (“EUR”)
4	Aggregate Nominal Amount:	
	(i) Series:	EUR 500,000,000
	(ii) Tranche:	EUR 500,000,000
5	Issue Price:	99.958 per cent. of the Aggregate Nominal Amount
6	Specified Denomination(s):	EUR 100,000
7	(i) Issue Date:	15 January 2026
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	15 January 2033
9	Interest Basis:	3.750 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 100.00 per cent. of their nominal amount.
11	Change of Interest Basis:	Not Applicable
12	Put/Call Options:	Pre-Maturity Call Option Make-Whole Call Option Clean-Up Call Option Change of Control Put Option (further particulars specified below)
13	(i) Status of the Notes:	Senior
	(ii) Dates of the corporate authorisation obtained for issuance of Notes:	Decision of the <i>Conseil d’administration</i> of Edenred dated 23 and 24 October 2025 and the <i>décision d’émission</i> dated 9 January 2026

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	3.750 per cent. per annum payable annually in arrears on each Interest Payment Date
	(ii) Interest Payment Date(s):	15 January in each year commencing on 15 January 2027 and ending on the Maturity Date, subject to adjustment in accordance with the Following Business Day Convention
	(iii) Fixed Coupon Amount:	EUR 3,750 per Note of EUR 100,000 Specified Denomination
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual-ICMA, not adjusted
	(vi) Determination Dates:	15 January in each year
	(vii) Interest Rate Adjustment:	Not Applicable
	(viii) Margin Adjustment:	Not Applicable
15	Floating Rate Note Provisions	Not Applicable
16	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17	Call Option	Not Applicable
18	Make-Whole Call Option	Applicable
	(i) Optional Redemption Amount(s) of each Note:	As per Condition 6(d)
	(ii) Notice period:	As per Condition 6(d)
	(i) Reference Security:	2.5 per cent. Federal Government Bond of <i>Bundesrepublik-Anleihe Deutschland</i> due 15 November 2032, with ISIN DE000BU27014
	(ii) Redemption Rate:	As per Condition 6(d)
	(iii) Redemption Margin:	0.20 per cent. <i>per annum</i>
	(iv) Calculation Date:	As per Condition 6(d)
	(v) Reference Business Day:	As per Condition 6(d)
	(vi) Reference Dealers:	As per Condition 6(d)
	(vii) Party responsible (if not the Calculation Agent) for calculating the Optional Redemption Amount(s) (and any accrued interest due):	Not Applicable
19	Clean-Up Call Option	Applicable
	(i) Clean-Up Redemption Amount:	EUR 100,000 per Note of EUR 100,000 Specified Denomination
20	Put Option	Not Applicable

21	Pre-Maturity Call Option	Applicable
	(i) Pre-Maturity Call Option Date (Condition 6(c)):	15 October 2032
	(i) Notice period:	As per Condition 6(c)
22	Final Redemption Amount of each Note	EUR 100,000 per Note of EUR 100,000 Specified Denomination
23	Early Redemption Amount	
	(i) Early Redemption Amount(s) of each Note payable on redemption for taxation reasons (Condition 6(i)), for illegality (Condition 6(o)) or on event of default (Condition 9):	EUR 100,000 per Note of EUR 100,000 Specified Denomination
	(ii) Redemption for taxation reasons permitted on days other than Interest Payment Dates:	Yes
24	Acquisition Event Call Option	Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24	Form of Notes:	Dematerialised Notes
	(i) Form of Dematerialised Notes:	Bearer dematerialised form (<i>au porteur</i>)
	(i) Registration Agent	Not Applicable
	(ii) Temporary Global Certificate:	Not Applicable
	(iii) Applicable TEFRA exemption:	Not Applicable
25	Exclusion of the possibility to request identification of the Noteholders as provided by Condition 1(a):	Not Applicable
26	Financial Centre(s) (Condition 7(h)):	T2
27	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
28	Details relating to Instalment Notes:	Not Applicable
29	Possibility of resale of purchased Notes:	Yes
30	Masse (Condition 11):	Name and address of the Representative: Association de représentation des masses de titulaires de valeurs mobilières 11, rue Boileau 44000 Nantes France www.asso-masse.com

service@asso-masse.com

Represented by its Chairman

Name and address of the alternate Representative:

Me Aurélien BIAIS

11, rue Boileau

44000 Nantes

France

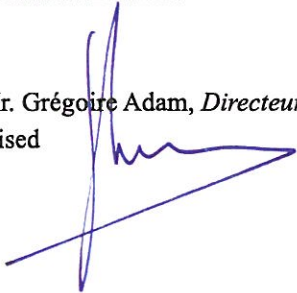
The Representative will be entitled to a total remuneration of EUR 2,800 (value added tax excluded) in respect of the Notes

RESPONSIBILITY

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

Signed on behalf of Edenred:

By: Mr. Grégoire Adam, *Directeur Exécutif Trésorerie et Financement*
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 (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 15 January 2026.
- (ii) Estimate of total expenses related to admission to trading: EUR 7,240

2 RATINGS

- Ratings: The Notes to be issued have been rated:
- S&P: A-
- According to S&P's definitions, an obligation rated 'A' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitments on the obligation is still strong. The addition of a plus (+) or minus (-) sign to show relative standing within the rating categories.
- S&P 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/OFFER

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. 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 their affiliates in the ordinary course of business.

4 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS

- (i) Reasons for the offer: The net proceeds will be used for the Issuer's general corporate purposes, including the refinancing of the €500,000,000 1.875 per cent. bonds maturing on 6 March 2026.
- (ii) Estimated net proceeds: EUR 498,790,000

5 YIELD

- Indication of yield: 3.757 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: FR0014015FW5
- Common Code: 327220667
- Depositories

(i) Euroclear France to act as Central Depositary: Yes

(ii) Common Depositary for Euroclear Bank SA/NV and Clearstream Banking, S.A.: No

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 additional Paying Agent(s) (if any): Not Applicable

7 DISTRIBUTION

(i) Method of distribution: Syndicated

(ii) If syndicated:

(A) Date of the Subscription Agreement: 13 January 2026

(B) Names of Managers: **Global Coordinators and Joint Active Bookrunners**
Crédit Agricole Corporate and Investment Bank
Société Générale

Joint Active Bookrunners

Barclays Bank Ireland PLC

BNP PARIBAS

Crédit Industriel et Commercial S.A.

Commerzbank Aktiengesellschaft

HSBC Continental Europe

(C) Stabilisation Manager if any: Crédit Agricole Corporate and Investment Bank

(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

(v) Prohibition of Sales to EEA Retail Investors: Applicable

(vi) Prohibition of Sales to UK Retail Investors: Applicable