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Negotiable European Medium Term Note Programme - NEU MTN¹

Commercial name of the notes defined in article D.213-1 of the French monetary and financial Code

Unguaranteed programme

INFORMATION MEMORANDUM			
lame of programme UNEDIC, NEU MTN (ID Programme 1810)			
Name of Issuer	ne of Issuer UNEDIC		
Type of programme	NEU MTN		
Language	French		
Programme size	10,000,000,000 EUROS		
Guarantor(s)	None		
Rating(s) of the programme	Rated by : MOODY'S S&P Global Ratings Europe Limited Scope Ratings GmbH		
Arranger(s)			
Introduction counsels	None		
Legal counsels	De Gaulle Fleurance		
Issuing and paying agent(s) BNP PARIBAS (IPA)			
(IFA) Dealer(s) UNEDIC BANK OF AMERICA EUROPE DAC BANQUE FEDERATIVE DU CREDIT MUTUEL BARCLAYS BANK IRELAND PLC BNP PARIBAS BRED-BANQUE POPULAIRE CITIGROUP GLOBAL MARKETS EUROPE AG COMMERZBANK CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK CREDIT INDUSTRIEL ET COMMERCIAL S.A. MAREX SA NATIXIS NatWest Markets N.V. Nomura Financial Products Europe GmbH SOCIETE GENERALE TP ICAP (EUROPE) SA			
Date of the Information6 March 2025Memorandum (jj/mm/aaaa)			

Drawn up pursuant to articles L. 213-0-1 to L. 213-4-1 of the French monetary and financial Code

A copy of the information memorandum is sent to:

BANQUE DE FRANCE Direction générale de la stabilité financière et des opérations (DGSO) Direction de la mise en œuvre de la politique monétaire (DMPM) S2B-1134 Service des Titres de Créances Négociables (STCN) 39, rue Croix des Petits Champs 75049 PARIS CEDEX 01

The Banque de France invites the reader to see the general conditions related to the use of informations regarding negotiable commercial paper:

https://www.banque-france.fr/politique-monetaire/financements-de-marche/marche-des-titres-negociables-court-et-moyen-terme-neu-cp-neumtn

The information marked "Optional" may not be provided by the issuer because French regulations do not require it

1. GENERAL DESCRIPTION OF THE ISSUANCE PROGRAMME

Articles D. 213-9, 1° and D. 213-11 of the French monetary and financial Code and Article 6 of the Order ("*Arrêté*") of 30 May 2016 and subsequent amendments

1.1	Name of programme	UNEDIC, NEU MTN (ID Programme 1810)	
1.2	Type of programme	NEU MTN	
1.3	Name of Issuer	UNEDIC	
1.4	Type of the Issuer	Non-profit organisation (<i>association loi 1901</i>) within the meaning of Article L.213- 3.9 of the CMF	
1.5	Purpose of programme	The net proceeds of the Issue of the Notes shall be used to finance the activity of the Issuer (as may be precised in the Final Terms), which must ensure the performance of the unemployment insurance scheme for the benefit of employees, companies and jobseekers, by ensuring that the operators apply the rules and provisions decided by the social partners and in close cooperation with the latter, with a view to the socially responsible management of the unemployment insurance scheme.	
		The Issue of Notes, which legally have a minimum maturity of one year, is intended to hedge the part of the interest rate curve on which the Issuer does not position itself through its EMTN and NEU CP programmes.	
1.6	Programme size	10,000,000,000 EUROS Ten billion EUROS or its in other authorised currencies	
1.7	Form of the Notes	NEU MTN are Negotiable Debt Securities (<i>Titres de Créances Négociables</i>), issued in bearer form and recorded in the books of authorised intermediaries (book entry system) in accordance with French laws and regulations.	
1.8	Yield basis	Compensation Type(s): Fixed Compensation Rule(s): The Notes are issued at a fixed rate, which will be specified in the relevant Final Terms (the " Interest Rate "). The Issuer may not issue NEU MTN with potentially variable payments of principal. In the case of an issue of NEU MTN embedding a possibility of early redemption or repurchase, the conditions of remuneration of such NEU MTN will be set at	
		when the said NEU MTN will be initially issued and shall not be further modified, including when such repurchase will be exercised. The rate of the NEU MTN may be negative depending on the fixed rates or the evolution of the usual monetary market indices applicable to the calculation of the remuneration. In this case, the amounts actually repaid to the holders of NEU MTN, after netting negative interest flows, may be less than par.	
1.9	Currencies of issue of the notes	Euro or any other currency authorized by applicable regulations in force in France at the time of the issue	

1.10	Maturity	The maturity of the Notes (NEU MTN) shall be determined in accordance with French law and regulations, which, at the date hereof, means that the term of the Notes must exceed one year (365 days or 366 days in leap years).
		(a) <u>Redemption at maturity</u>
		Unless previously redeemed, purchased and cancelled as provided below, each Note shall be finally redeemed on the Maturity Date specified in the relevant Final Terms at its Final Redemption Amount (which, unless otherwise provided, is its nominal amount).
		(b) <u>Redemption at the option of the Issuer and Partial Redemption</u>
		If a Call Option at the option of the Issuer is specified in the relevant Final Terms, the Issuer may, subject to compliance with all relevant laws, regulations and directives and on giving to the Noteholders not less than fifteen (15) nor more than thirty (30) calendar days' irrevocable notice redeem all or, as applicable, some of the Notes on any Optional Redemption Date. Any such redemption of Notes shall be at their Optional Redemption Amount together with interest accrued to the date fixed for redemption, if any, in accordance with the relevant Final Terms. Any partial redemption or exercise will relate to Notes of a nominal amount at least equal to the Minimum Redemption Amount to be redeemed as specified in the relevant Final Terms and no greater than the Maximum Redemption Amount to be redeemed as specified in the relevant Final Terms.
		All Notes in respect of which any such notice is given shall be redeemed, or the Issuer's option shall be exercised, on the date specified in such notice in accordance with this Condition.
		In the event the Issuer exercises a Redemption Option in part or in full, the Issuer may decide to carry out the redemption by reducing the nominal amount of the Notes from a single Issue in proportion to the nominal amount redeemed.
		(c) <u>Early redemption</u>
		The Early Redemption Amount payable in respect of any Note, upon redemption of such Note pursuant to Condition 1.10 (d), shall be the Final Redemption Amount together with interest accrued to the date fixed for redemption unless otherwise specified in the relevant Final Terms.
		(d) <u>Redemption for taxation reasons</u>
		(i) If, by reason of any change in French law or regulation, or any change in the official application or interpretation of such law or regulation by French competent authorities, becoming effective after the Issue Date, the Issuer would on the occasion of the next payment of principal or interest due in respect of the Notes, not be able to make such payment, the Issuer may, at its option, on any Interest Payment Date or, if so specified in the relevant Final Terms, at any time, subject to having given not more than sixty (60) nor less than thirty (30) days' notice to the Notes at their Early Redemption Amount together with, unless otherwise specified in the relevant Final Terms, any interest accrued to the date set for redemption provided that the due date for redemption of which notice hereunder may be given shall be no earlier than the latest practicable date on which the Issuer could make payment of principal and interest without withholding for French taxes.
		(ii) If the Issuer would, on the next payment of principal or interest in respect of the Notes, be prevented by French law from making payment to the Noteholders of the full amounts then due and payable, notwithstanding the undertaking to pay additional amounts for tax reasons in accordance with French legislation, then the Issuer shall forthwith give notice of such fact to the Fiscal Agent. The Issuer shall upon giving not less than seven (7) days' prior notice to the Noteholders, redeem all, but not some only, of the Notes then outstanding at their Early Redemption Amount together with, unless otherwise specified in the Final Terms, any interest accrued to the date set for redemption on (A) the latest practicable Interest Payment Date on which the Issuer could make payment of the full amount then due and payable in respect of the Notes, provided that if

		such notice would expire after such Interest Payment Date, the date for redemption pursuant to such notice of Noteholders be the later of (i) the latest practicable date on which the Issuer could make payment of the full amount then due and payable in respect of the Notes and (ii) fourteen (14) days after giving notice to the Fiscal Agent as aforesaid or (B) if so specified in the relevant Final Terms, at any time, provided that the due date for redemption of which notice hereunder shall be given shall be the latest practicable date at which the Issuer could make payment of the full amount payable in respect of the Notes or, if that date is passed, as soon as practicable thereafter.	
		(e) <u>Purchases</u>	
		The Issuer shall have the right at all times to purchase Notes in the open market or otherwise (including by tender offer) at any price, subject to the applicable laws and regulations.	
		All the Notes purchased by or on behalf of the Issuer may at its sole option, be held and resold in accordance with applicable laws and regulations for the purpose of enhancing the liquidity of the Notes, or cancelled in accordance with Condition 1.10 (f), unless otherwise specified in the relevant Final Terms.	
		(f) <u>Cancellation</u>	
		The Notes purchased by the Issuer for cancellation will be cancelled by transfer to an account in accordance with the rules and procedures of Euroclear France. If so transferred or surrendered, the relevant Notes shall, together with all Notes redeemed by the Issuer, be cancelled forthwith (together with all rights relating to payment of interest and other amounts relating to such Notes). Any Notes so cancelled or, where applicable, transferred and surrendered for cancellation may not be reissued or resold and the obligations of the Issuer in respect of any such Notes shall be discharged.	
1.11	Minimum Issuance Amount	1,000,000 EURO or any other higher amount (or its equivalent value in any other currency authorized by the French legislation in force at the date of issue)	
1.12	Minimum denomination of NEU CP	In compliance with the regulations, the minimum legal face value of the NEU CP issued within the framework of this programme shall be 150,000 euros or its equivalent value in any other currency authorized by the French legislation in force at the time of the issue).	
1.13	Ranking	Senior Unsecured Information on the ranking: The NEU MTN will constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer, ranking pari passu among themselves and (subject to mandatory legal exceptions under French law) pari passu with all other present or future unsecured debts and guarantees of the Issuer.	
1.14	Governing law that applies to the Notes	The Notes are issued under French law and are subject to the provisions of articles L. 213-0-1 to L. 213-4 and D. 213-1 A to D.213-4 of the French Monetary and Financial Code.	
		Any dispute related to the issuance of the Notes under this programme may give rise shall be interpreted in accordance with the rules of French law and shall be brought before the competent courts located in Paris.	
1.15	Listing of the Notes/Admission to trading on a regulated market	Unédic may issue Notes (i) listed on Euronext Paris and/or on any other Regulated Market or on any unregulated market which may be indicated in the Final Terms (ii) or unlisted.	
		In preparation for the admission of the Securities to Euronext Paris, a Information Document (the "Information Document") has been published by Unédic. The Information Document does not constitute a base prospectus for the purposes of Article 8 of the Regulation 2017/1129 of the European Parliament and of the Council dated 14 June 2017 concerning the prospectus to be published in the event of a public offering of securities or for the purpose of the admission of securities to trading on a stock exchange regulated market and repealing Directive 2003/71/EC on Prospectus Regulation and has not been submitted for approval the Autorité des marchés financiers ("AMF"), nor any other competent authority.	

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Each Dealer must represent and warrant that it has not offered, sold or otherwise made available the Notes to investors other than other than qualified investors as defined in Regulation (EU) n°2017/1129 (the "Prospectus Regulation"), it being specified that, without prejudice to applicable laws and regulations of any Member State, in accordance with Article 1.2 d) and 1.2 e) of the Prospectus Regulation, the Issuer is not subject to the requirements relating to the setting up, approval and publication of a prospectus provided for in the Prospectus Regulation. United Kingdom Each Dealer shall represent and agree that: (a) in relation to any Notes which have a maturity of less than one (1) year (a) it is a person whose ordinary activities involve it in acquiring, holding managing or disposing of investments (as principal or agent) for the purposes o its business and (b) it has not offered or sold and will not offer or sell any Notes other than to persons whose ordinary activities involve them in acquiring holding, managing or disposing of investments (as principal or agent) for the purposes o their businesses of their businesses or who it is reasonable to expect will acquire, hold manage or dispose of investments (as principal or agent) for the purposes o their businesses where the issue of the Notes would otherwise constitute a contravention of Section 19 of the Financial Services and Markets Act 2000 (the "FSMA") by the Issuer; (b) it has only communicated or caused to be communicated and will only communicate or cause to be communicated an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA, received by it in connection with the issue or sale of any Notes in circumstances in which the provisions of Section 21(1) of the FSMA do not apply to the Issuer and (c) it has complied and will comply with all applicable provisions of the
FSMA with respect to anything done by it in relation to any Notes in, from or otherwise involving the United Kingdom.
United States of America The Notes and any related guarantee have not been and will not be registered under the United States securities act of 1933, as amended (the "Securities Act") and, subject to certain exceptions, may not be offered or sold, directly of indirectly, within the United States or to, or for the account or benefit of U.S. persons, as defined in Regulation S under the Securities Ac ("Regulation S"). The Dealers may not offer nor sell Notes within the United States or within its possessions, or to, or for the account or benefit of U.S. Persons. Terms used ir this paragraph have the meanings given to them by Regulation S. In addition, until forty (40) days after the commencement of the offering of any particular Issue of Notes, an offer or sale of Notes within the United States by any Dealer may violate the registration requirements of the Securities Act. This Information Memorandum has been prepared by the Issuer for use ir connection with the offer and sale of the Notes outside the United States. The Issuer and the Dealers shall reserve the right to reject any offer to purchase the Notes, in whole or in part, for any reason. This Information Memorandum does not constitute an offer to any person in the United States. Distribution of this Information Memorandum outside the United States to a U.S. Person or to any other person within the United States is prohibited and any disclosure withou prior written consent of the Issuer of any of its contents to any such U.S. persor or other person within the United States, is prohibited. France
Each of the Dealers and the Issuer shall declare and agree that [during the initia distribution of the Notes]1 it has not offered or sold and will not offer or sell directly or indirectly, Notes to the public in France (except to qualified investors as defined below) and it has not distributed or caused to be distributed and will not distribute or cause to be distributed to the public in France, this Information Memorandum, the relevant Final Terms or any other offering material relating to the Notes to investors other than qualified investors as defined in Regulatior (EU) no. 2017/1129 (the Prospectus Regulation), as amended, being specified that the Prospectus Regulation does not apply to this Information Memorandum and the Issuer is not subject to the requirements relating to the setting up approval and publication of a prospectus provided for in the Prospectus Regulation, in accordance with article 1.2 e) of the Prospectus Regulation.

1.23	Taxation	This Information Memorandum does not describe the tax treatment applicable to the Notes or the tax considerations that should be taken into account in making a decision to acquire, own or dispose of such Notes. Investors or beneficiaries of the Notes are invited to consult their own tax advisors as to the tax consequences of any acquisition, ownership or disposition of such securities with respect to their own situation.	
1.24	Involvement of national authorities	Banque de France	
1.25	Contact(s)	Phone 1,: 01 44 87 64 74 Email : investors@unedic.fr Phone 2 : 01 44 87 64 48 Email 1 : investors@unedic.fr Email 2 : dfttreso@unedic.fr	
1.26 Additional Programme informations The NEU MTN may be qualified as "Green Bonds" or "Social Bonds", indicated in the relevant Final Terms in accordance with the framewo document relating to Unedic's social bonds (as may be amended from time) (the "Social Bond Framework") which is available in a dedicated Unédic's website, in accordance with the principles applicable to the bonds (the Social Bond Principles published by the International Cap Association).		More information on the financial strategy of Unédic is available and published	
1.27	Authentic language of the information memorandum	French	

Article D. 213-9, 2° of the French monetary and financial Code and Article 7. 3°of the Order ("*Arrêté*") of 30 May 2016 and subsequent amendments. 2.1 Legal Name UNEDIC 2.2 Legal Legal form : form/status, governing law Non-profit organisation (association loi 1901) of the issuer and Legislation governing the Issuer's activities: competent courts Non-profit organisation (association loi 1901) under the conditions of art. L. 213-3.9 of the French Financial and Monetary Code The Issuer is governed by French law and in particular by the provisions of the non-profit associations Act of 1 July 1901 and by the provisions of the French Code du Travail and of the aforementioned national agreements concerning the unemployment-insurance institutions and the unemployment insurance scheme which apply to all employers in the private sector. Jurisdiction: The Issuer is an association subject to French law and is subject to the jurisdiction of the French courts. 31/12/1958 2.3 Date of incorporation 2.4 Registered Registered Office: office or 4 rue traversière equivalent 75012 (legal PARIS address) and FRANCE main administrative office (if different) 2.5 Registration Register identification number: 775671878 number, place of registration LEI: 969500V3L9W19NIA5E82 2.6 Issuer's Pursuant to Article 2 of its articles of association dated 27 June 2023, the corporate object of the mission Issuer is: summary (1) to manage or finance all compensation scheme regarding involuntary work-deprivation, loss-iobs prevention, jobs retention and national training programme and more generally all employment scheme: (2) to conduct all studies and research in the field of employment, nationally and internationally; (3) to liaise as necessary with the public services, agencies and bodies, principally regional joint representation bodies whose activity concerns employment and to provide its cooperation as necessary; (4) to provide the regional management joint representation bodies with the guidelines ensuring implementation of the unemployment insurance regulations and make available to them all information and more generally all useful points in order to achieve this task and follow-up those tasks delegated to the unemployment insurance's operators; (5) to respond to all requests of the regional joint representation bodies and, as the case may be, take all necessary follow-up measures; (6) in compliance with provisions of Law n°2008-126 of 13 February 2008 reforming the organisation of the public employment service, to take all initiatives conducive to the return to employment of workers deprived of work against their will; (7) to defend, with respect to any person not having the capacity of a member, the interests of the unemployment insurance scheme before any jurisdiction;

2. GENERAL DESCRIPTION OF THE ISSUER

(8) to ensure that all public employment service members correctly apply all devices entrusted for

	implementation by Unédic;
	 (9) to promote the quality of the services provided to workers deprived of employment against their will and to businesses;
	(10) to access to all personal information collected by all public agencies and bodies entrusted by Unedic with a mandate or a delegation for management, statistical and control purposes;
	(11) to contribute expertise to all other members of the employment public services, particularly in all fields referred to by the present article,
	(12) to manage any plan or funds necessary to the performance of the missions that have been or will be assigned to it by law, by order or by an agreement between the social partners or by any agreement with another entity and of which it undertakes to comply with the regulation. For that effect, it provides for the economical, legal and social unity of each of these schemes and of the means deployed.
Brief description of current activities	Pursuant to article L. 5227-1 of the French Labour Code, Unédic manages the agreed compensation schemes for employees who are involuntarily deprived of work in France, i.e., (i) the jointly managed Unemployment Insurance scheme, which is financed by employer and employee contributions, and (ii) specific indemnification or guarantee schemes (professional security contract and insurance against the risk of non-payment of salaries on behalf of AGS).
	The various financial aggregates of the Issuer's income statement are shown in the attached 2023 Financial Report (pages 56 to 62).
Share capital	Breakdown of the share capital: Due to its legal form, the Issuer has no share capital.
Amount of capital subscribed and fully paid	0 EUR
Amount of capital subscribed and not fully paid	0 EUR
Share capital distribution	N/A
Regulated markets on which the shares or debt securities of	Regulated market on which the shares or debt securities of the issuer are listed: https://live.euronext.com/en/search_instruments/Un %C3%A9di Longest maturity date for debt securities listed on the regulated market : 25/05/2036
listed	
Composition of governing bodies	Céline Jaeggy, Directrice des Affaires Juridiques et Institutionnelles Lara Muller, Directrice des Etudes et Analyses
	Jun Dumolard, Directeur des Finances et de la Comptabilité
	Vincent Roberti, Directeur des Services Numériques et de la Stratégie de la Donnée
	Vanessa Hendou, Directrice de l'Information et de la Communication
	Arnaud Carrere, Directeur des Ressources Humaines et des Services Généraux
	Christophe Valentie, Directeur Général
Accounting Method	French accounting standards.
	The Issuer's accounting principles, rules and methods are more fully described in the Issuer's financial report.
	description of current activities Share capital Amount of capital subscribed and fully paid Amount of capital subscribed and not fully paid Share capital distribution Regulated markets on which the shares or debt securities of the issuer are listed Composition of governing bodies

		Accounting standards used for social data:	
		Accounting plan for unemployment insurance agencies approved by the National Accounting Council on January 9, 1995.	
2.13	Accounting year	The Issuer's accounting year commences on 1 January and ends on 31 December of each calendar year.	
	last General Annual Meeting (or its equivalent) which approved the annual financial statements for the most recently completed financial year	nt) ne t	
2.14	Financial year	The Issuer's financial year commences on 1 January and ends on 31 December of each calendar year.	
2.15	Issuer's statutory auditors who have audited the issuer's annual accounts		
2.15.1	Statutory auditors	Principal statutory auditors:	
		FCN, 83/85, boulevard de Charonne 75011 Paris Grant Thornton, 29 rue du Pont 92200 Neuilly-sur-Seine	
2.15.2	Statutory auditor reports	The Issuer's statutory auditors verified and issued audit reports in respect of the Issuer's annual financial statements for the financial years ended 31 December 2022 and 2023.	
		Such reports are on pages 69 to 75 of the annual financial statements for 2022 and on pages 68 to 73 of the annual financial statements for 2023, which incorporated by reference into this information memorandum (see Section 3). They may be consulted at the following address: https://www.unedic.org/investors	
2.16	Other foreign	N/A	
2.10	of the Issuer of the same nature		
2.17	Ratings of the Issuer	MOODY'S : https://www.moodys.com/credit-ratings/UNEDIC-credit-rating-600012665/summary	
		S&P Global Ratings Europe Limited: https://www.capitaliq.com/CIQDotNet/CreditResearch/SPResearch.aspx?ArtObjectId=13419859&ArtRevId=1 Scope Ratings GmbH: https://scoperatings.com/ratings-and-research/rating/EN/178464	

2.18	Additional	Additional information on the Issuer, in particular concerning the unemployment insurance scheme	
	information	recent events specific to the Issuer, financial information and recent developments can be found on	
	on the Issuer	the Issuer's website (<u>https://www.unedic.org/actualites</u> and see "Publications" and "Investors")	

3. RESPONSIBILITY

Articles D. 213-5 and D. 213-9, 4° of the French monetary and financial Code and subsequent amendments.

	Certification des informations fournies pour l'émetteur UNEDIC			
3.1	Person(s) responsible for the Information memorandum concerning the programme of NEU MTN	Mr - Christophe - Valentie – Managing Director - Unédic		
3.2	Declaration of the person(s) responsible for the Information memorandum concerning the programme of NEU MTN	Having taken all reasonable care to ensure that such is the case, I declare that the information contained in this <i>Documentation Financière</i> , including translation (if any) is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.		
3.3	Date (JJJ/MM/AAAA), Place of signature, Signature	06/03/2025 Unédic 4, rue Traversière 75012 PARIS		

	APPENDICES The financial information on the issuer set out in article D. 213-9 of the French monetary and financial Code is available to any person who requests it, in accordance with articles D. 213-13 of the French monetary and financial Code and L.232-23 of the French commercial Code			
Appendix 1	Documents presented at the the annual general meeting of shareholders or its equivalent.			
		General meeting 2023 Activity report for the year ended 31/12/2022		
Appendix 2	Other document Year 2024			
Appendix 3	Activity Report Year 2023	https://www.unedic.org/storage/uploads/2024/04/26/Undic Activity-Report-2023-ENG_uid_662b97e5b7b1c.pdf		
Appendix 4	Activity Report Year 2022	https://www.unedic.org/storage/uploads/2023/10/10/Undic Activity-Report-2022-ENG_uid_652505171808f.pdf		
Appendix 6	Financial Report Year 2023	https://www.unedic.org/storage/uploads/2024/07/30/Undic Financial-Report-2023-ENG uid 66a90e3f8adf7.pdf		
Appendix 6	Financial Report Year 2022	https://www.unedic.org/storage/uploads/2023/10/19/Unedic Financial-Report-2022-ENG_uid_65315152d5637.pdf		
Appendix 7	Translation Year 2024			