

Final Terms dated 27 June 2017

FERROVIE DELLO STATO ITALIANE S.p.A.

Issue of €1,000,000,000 1.500 per cent. Notes due 27 June 2025

**under the
€4,500,000,000
Euro Medium Term Note Programme**

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the "Conditions") set forth in the Base Prospectus dated 13 June 2017 which constitutes a base prospectus (the "Base Prospectus") for the purposes of the Prospectus Directive. 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 the 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 at www.ise.ie and www.centralbank.ie and during normal business hours at the registered office of the Issuer at Piazza della Croce Rossa, 1, 00161 Rome, Italy and copies may be obtained from the specified office of the Fiscal Agent at Winchester House, 1 Great Winchester Street, London, EC2N 2DB, United Kingdom.

The expression "Prospectus Directive" means Directive 2003/71/EC, as amended, and the expression "2010 PD Amending Directive" means Directive 2010/73/EU **provided, however, that** all references in this document to the "Prospectus Directive" in relation to any Member State of the European Economic Area refer to Directive 2003/71/EC, as amended, and include any relevant implementing measure in the relevant Member State.

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| 1. | (i) | Series Number: | 6 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Notes become fungible: | Not Applicable |
| 2. | | Specified Currency or Currencies: | EUR ("€") |
| 3. | | Aggregate Nominal Amount: | €1,000,000,000 |
| | (i) | Series: | €1,000,000,000 |
| | (ii) | Tranche: | €1,000,000,000 |
| 4. | | Issue Price: | 99.746 per cent. of the Aggregate Nominal Amount |
| 5. | (i) | Specified Denominations: | €100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000. |
| | (ii) | Calculation Amount: | €1,000 |
| 6. | (i) | Issue Date: | 28 June 2017 |
| | (ii) | Interest Commencement Date: | 28 June 2017 |
| 7. | | Maturity Date: | 27 June 2025 |

8.	Interest Basis:	1.500 per cent. Fixed Rate
9.	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.
10.	Put/Call Options:	Change of Control Put
11.	(i) Status of the Notes:	Senior Unsecured Notes
	(ii) Date Board approval for issuance of Notes obtained:	21 April 2017

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

12.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	1.500 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	27 June in each year commencing on 27 June 2018. There will be a first short coupon in respect of the first Interest Period, from and including the Interest Commencement Date up to, but excluding 27 June 2018.
	(iii) Fixed Coupon Amount:	€15.00 per Calculation Amount, subject to the provisions of paragraph "Broken Amount(s)" below.
	(iv) Broken Amount(s):	In respect of the first Interest Payment Date €14.96 per Calculation Amount, payable on the Interest Payment Date falling on 27 June 2018.
	(v) Day Count Fraction:	Actual/Actual (ICMA)
13.	Floating Rate Note Provisions	Not Applicable
14.	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

15.	Call Option	Not Applicable
16.	Put Option	Not Applicable
17.	Change of Control Put:	Applicable
	(i) Change of Control Redemption Amount(s) of each Note:	€1,010 per Calculation Amount
18.	Final Redemption Amount of each Note	€1,000 per Calculation Amount
19.	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption:	€1,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 20. | Form of Notes: | Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note |
| 21. | New Global Note: | Yes |
| 22. | Additional Financial Centre(s): | London |
| 23. | Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | No |

Signed on behalf of Ferrovie dello Stato Italiane S.p.A.:

By: 
.....
Duly authorised



PART B – OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING**
 - (i) Listing: The official list of the Irish Stock Exchange
 - (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on the regulated market of the Irish Stock Exchange with effect from 28 June 2017
 - (iii) Estimated total expenses of admission to trading: €600

2. **RATINGS**

The Notes to be issued have been rated:

Standard & Poor's: BBB-

Fitch: BBB

Each of Standard & Poor's and Fitch is established in the EEA and registered under Regulation (EU) 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 Joint Lead 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 Joint Lead 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. **YIELD**

Indication of yield: 1.534 per cent.

The yield is calculated at the Issue Date on the basis of the issue Price. It is not an indication of future yield

5. **OPERATIONAL INFORMATION**

ISIN Code: XS1639488771

Common Code: 163948877

Delivery: Delivery against payment

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 recognized 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.



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

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

6. **DISTRIBUTION**

(i) Method of distribution: Syndicated

(ii) If syndicated:

(a) Names and addresses of Joint Lead Managers and underwriting commitments: **Barclays Bank PLC**
5 The North Colonnade
Canary Wharf
London E14 4BB
United Kingdom

BNP Paribas
10 Harewood Avenue
London NW1 6AA
United Kingdom

Crédit Agricole Corporate and Investment Bank
12, place des Etats-Unis
CS 70052
92547 Montrouge Cedex
France

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

Goldman Sachs International
Peterborough Court
133 Fleet Street
London EC4A 2BB
United Kingdom

J.P. Morgan Securities plc
25 Bank Street
Canary Wharf
London E14 5JP
United Kingdom

UniCredit Bank AG
Arabellastrasse 12
81925 Munich
Germany

(b) Stabilising Manager(s) (if any): Deutsche Bank AG, London Branch

(iii) If non-syndicated, name and Not Applicable



address of Dealer:

- | | | |
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| (iv) | U.S. Selling Restrictions: | TEFRA D |
| (v) | Prohibition of Sales to EEA
Retail Investors: | Not Applicable |

