Joint Lead Managers:
Barclays
Lloyds Bank
The Royal Bank of Scotland

Authorised Distributors:
Barclays Stockbrokers
Charles Stanley
Killik & Co.
Halifax Share Dealing
Hargreaves Lansdown
Numis Securities
Peel Hunt
Redmayne-Bentley LLP
Selftrade (execution only)
Shore Capital
Smith and Williamson
Stocktrade (a division of Brewin Dolphin)

Information Booklet

16 October 2012

London Stock Exchange Group plc

4.75% 9 year

Sterling Fixed Rate Bonds

Important Information

This Information Booklet is an advertisement for the purposes of Prospectus Rule 3.3 and Article 34 of the Commission Regulation (EC) No 809/2004 as amended and is not a prospectus for the purposes of EU Directive 2003/71/EC as amended (the "Directive") and/or Part VI of the Financial Services and Markets Act 2000 (the "FSMA").

London Stock Exchange Group plc is the legal entity that will issue the Bonds (the meaning of that term is explained below). References to "LSEG" in this Information Booklet are references to London Stock Exchange Group plc. This is a financial promotion made by LSEG and approved, solely for the purposes of section 21 of FSMA, by Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc, each of which is authorised and regulated by the Financial Services Authority.

Barclays Bank PLC (incorporated in England No. 1026167), whose registered office is 1 Churchill Place, London, E14 5HP, is authorised and regulated by the Financial Services Authority ("FSA") and is registered with the FSA (Registration Number 122702). Lloyds TSB Bank plc (incorporated in England No. 2065), whose registered office is 25 Gresham Street, London, EC2V 7HN, is authorised and regulated by the FSA and is registered with the FSA (Registration Number 119278). The Royal Bank of Scotland plc (incorporated in Scotland No. 090312), whose registered office is 36 St Andrew Square, Edinburgh, EH2 2YB, is authorised and regulated by the FSA and is registered with the FSA (Registration Number 121882).

This Information Booklet relates to the LSEG 4.75% 9 year Sterling Fixed Rate Bonds (referred to in this Information Booklet as the "Bonds"). An Offering Circular dated 11 October 2012, which comprises a base prospectus for the purposes of Article 5.4 of the Directive, and the final terms relating to the Bonds dated 16 October 2012 (the "Final Terms"), have been prepared and made available to the public in accordance with the Directive. Copies of the Offering Circular and the Final Terms are available from the website of London Stock Exchange (www.londonstockexchange.com/newissues) and in hard copy for inspection only on request at the registered office of LSEG. Investors should not subscribe for the Bonds referred to in this advertisement except on the basis of the information contained in the Offering Circular and Final Terms.

This advertisement is not an offer for the subscription or sale of the Bonds. The Bonds may only be sold in Jersey in compliance with the provisions of the Control of Borrowing (Jersey) Order 1958.

Any offer for subscription, sale or exchange of the Bonds within the Isle of Man must be made by (i) an Isle of Man financial services licenceholder licensed under section 7 of the Financial Services Act 2008 to do so or (ii) in accordance with any relevant exclusion contained within the Regulated Activities Order 2011 or exemption contained in the Financial Services (Exemptions) Regulations 2011.

This Information Booklet is not for distribution in the United States of America or to U.S. persons. The Bonds have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act") and the Bonds, which are in bearer form, are subject to certain U.S. tax law requirements. The Bonds may not be offered, sold or delivered within the United States of America or to, of the account or benefit of, U.S. persons. For additional information, see the "**Subscription and Sale**" section in the Offering Circular.

London Stock Exchange Group plc
4.75% 9 year Sterling Fixed Rate Bonds

The LSEG 4.75% per annum 9 year Sterling Fixed Rate Bonds pay a fixed rate of interest of 4.75% each year on the face value of the Bonds. Interest will be paid twice a year on 2 May and 2 November in each year for 9 years until the Bonds become repayable.

Unless previously repaid or purchased and cancelled by LSEG, the Bonds will mature on 2 November 2021 (the "Maturity Date") and will be repayable by LSEG at their face value.

The Bonds can be purchased through your distributor (i.e. existing stockbroker or financial adviser) and the minimum amount of Bonds you may buy during the Offer Period is £2,000. Thereafter the Bonds can be bought and sold in multiples of £100. Copies of the Offering Circular and the Final Terms should also have been provided to you by your distributor and you are referred to "**Important information**" on page 2.

What is a bond?

A bond is a form of borrowing by a company seeking to raise funds from investors. The company that issues a bond promises to pay a fixed rate of interest to each investor in the relevant bond periodically until the date when the relevant bond becomes repayable (usually on the Maturity Date, although a bond may also become repayable early in certain circumstances) when the company also promises to repay the amount borrowed.

You do not have to keep a bond until the date when the bond matures. A bond is a tradable instrument whereas a traditional loan (or normal bank deposit or bank account) is not. The market price of a bond will fluctuate between the start of the bond's life and when it matures. Please see the "**How to trade the Bonds**" section below.

Interest on the Bonds

LSEG will pay a fixed rate of interest of 4.75% per annum on the face value of the Bonds. Interest will be paid twice a year on 2 May and 2 November in each year until the Maturity Date. As an illustration, for every £2,000 face value of the Bonds held by an investor, LSEG will pay a fixed amount of interest of £47.50 twice a year until the Maturity Date. For more detail, you are referred to **"Key risks of investing in the Bonds"** below.

Payment on the face value of the Bonds

Assuming LSEG remains in business and is able to pay its debts in full, and assuming the Bonds have not been repaid early or purchased and cancelled, the Bonds will be repaid at their face value on the Maturity Date.

The Bonds may also be repaid early in certain circumstances, including but not limited to at the option of LSEG at their face value in the event that LSEG has or will become obliged to pay additional amounts in respect of the Bonds pursuant to their terms following a change in United Kingdom tax law.

You are referred to "**Key risks of investing in the Bonds**" below for a more detail description of repayment and purchase provisions.

Key features of the Bonds

- **Issuer:** London Stock Exchange Group plc
- **Interest rate:** 4.75% per annum, payable twice a year. Interest will be paid on 2 May and 2 November every year, starting on 2 May 2013 until (and including) the Maturity Date. The actual total return for an investor who holds the Bonds to maturity will depend on the price at which he/she purchases the Bonds
- **Authorised distributors and offer period:** A number of authorised distributors (listed on page 9) have been approved by LSEG to provide this document, the Offering Circular and the Final Terms to potential investors in the Bonds in the period from 16 October 2012 until 30 October 2012 (12:00 p.m. London time) or such earlier or later date as agreed between LSEG and the Joint Lead Managers and announced via a Regulatory Information Service (the "End of Offer Date" and such period the "Offer Period"). Any offer to sell the Bonds made or received from any other party, or by any party after the End of Offer Date, may not have been approved by LSEG and investors should check with such party and/or LSEG's website whether or not such party has been so approved
- **Date on which the Bonds are issued and from which interest begins to accrue:** 2 November 2012
- **Term of the Bonds:** 9 years
- **Maturity Date (i.e. when the Bonds mature and their face value is due to be repaid):** 2 November 2021
- **Face value of each Bond:** £100. Although the face value of each Bond is £100, it is not possible to purchase less than £2,000 in face value of the Bonds from your distributor during the Offer Period described above
- **Documentation:** The Offering Circular and the Final Terms containing the final terms of the Bonds can be downloaded at (www.londonstockexchange.com/newissues). The amount of the Bonds to be issued will be published by RNS (i.e. the Regulatory News Service of London Stock Exchange) on or around 30 October 2012
- **Issue price:** 100 per cent of the face value of the Bonds
- **Repayment at Maturity Date:** Assuming that LSEG remains in business and is able to pay its debts in full and assuming the Bonds have not been repaid early or purchased and cancelled, the Bonds will be repaid at their face value on the Maturity Date
- **Trading:** Investors will, subject to market conditions, be able to buy Bonds or sell their Bonds during the term of the Bonds. See "**How to trade the Bonds**" on page 9 for more details
- **Bond ISIN:** XS0846486040
- **Joint Lead Managers:** Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc
- **Authorised distributors:** See page 9
- **Amount of the Bonds to be issued:** The total amount of the Bonds to be issued will depend on the number of applications to purchase the Bonds received before the End of Offer Date (i.e. 30 October 2012 or earlier or later). There is no minimum (or maximum) total amount of the Bonds that may be issued
- **Credit Ratings of the Bonds:** The Bonds are expected to be rated A- by S&P and Baa2 by Moody's. These credit ratings are explained in more detail on page 8 in "**About the Bonds - Credit Ratings**"

- **Early repayment:** The Bonds may be repaid early or repurchased by LSEG in a number of circumstances and for a number of reasons. Some of these are summarised below:

  (A) Tax: If LSEG is obliged to pay additional amounts in respect of the Bonds pursuant to their terms as a result of a change in, or in the application or official interpretation of, United Kingdom tax law, the Bonds may be repaid early (in whole but not in part) at the option of LSEG at the face value of the Bonds together with accrued interest

  (B) Default: In the event that LSEG defaults on its obligations under the Bonds or in certain other circumstances described as 'events of default' in the terms and conditions of the Bonds, the Bonds may become due and repayable (in whole but not in part). The amount due will be the face value of the Bonds together with accrued interest. However, under in these circumstances, if LSEG is unable to meet its obligations in full, investors may receive considerably less than the amount they are owed or, in the worst case, may lose all of their investment

  (C) Change of control: If, during the life of the Bonds, another company were to take over, or otherwise assume control of, LSEG or if London Stock Exchange plc were to be taken over or have control assumed by a company other than LSEG and either change of control had a negative impact on the credit ratings (as explained on page 8) assigned to the Bonds (for example, if such credit ratings were lowered to certain levels or withdrawn), then a holder of Bonds would have the option to require LSEG to repay early or to purchase the Bonds of that holder at their face value together with accrued interest. LSEG is not currently aware of any reason to expect that a change of control event in relation to either LSEG or London Stock Exchange plc will occur during the life of the Bonds

  See the Offering Circular for full details on early repayment and purchase provisions.

Key risks of investing in the Bonds

A number of particularly important risks relating to an investment in the Bonds are set out below. The risks set our below are not intended to be a comprehensive list of all the risks that may apply to an investment in the Bonds. You should also seek advice as to whether an investment in the Bonds is suitable for you. **You should be aware that you could get back less than you invest or lose all of your initial investment.**

Full details regarding risk factors relating to LSEG and the Bonds are set out in the Offering Circular on pages 28 to 53. Please read them carefully.

- Unlike a bank deposit, the Bonds are not covered by the Financial Services Compensation Scheme ("FSCS") or any other government savings or deposit protection scheme. As a result, the FSCS will not pay compensation to an investor in the Bonds upon failure of LSEG

- All obligations arising out of or in connection with the Bonds shall be the sole responsibility of LSEG

- If LSEG goes out of business or becomes insolvent, investors may lose some or, in the worst case scenario, all of their investment in the Bonds. In the event that LSEG becomes insolvent, investors will recover their investment in priority to shareholders of LSEG. However, an investor could still lose some or all of the money they have invested

- If you choose to sell your Bonds in the open market at any time prior to the Maturity Date the price you receive from a purchaser may mean that you get back less than your original investment. Factors that will influence the price you may receive include, but are not limited to, market appetite, inflation, period remaining to the Maturity Date, interest rates and the financial position of LSEG. In particular, you should note that if interest rates start to rise then the interest amounts due on the Bonds might become less attractive and the price you get if you sell could fall. However, the market price of the Bonds has no effect on the interest amounts due on the Bonds or what you will be due to be repaid on the Maturity Date if you hold on to the Bonds until then. Inflation may also reduce the real value to you of the Bonds over time, which may affect what you could buy with the return on your investment in the future. This may, therefore, make the fixed interest rate on the Bonds less attractive in the future

- There is no guarantee of what the market price for selling or buying the Bonds will be at any time. If prevailing market conditions reduce market demand for the Bonds, the market price may be adversely affected. Moreover, notwithstanding that Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc will act as market makers (as explained below under "**How to trade the Bonds**") for the Bonds, if trading activity levels are low, this may severely and adversely impact the price that you would receive if you wish to sell your bonds

London Stock Exchange Group

The Group, as defined below, operates a broad range of international equity, bond and derivatives markets, including London Stock Exchange; Borsa Italiana; MTS, facilitating electronic fixed income trading in Europe; and Turquoise, offering pan-European and US “lit” and “dark” equity trading and pan-European derivatives trading. Through its markets, the Group offers domestic and international businesses access to Europe’s capital markets.

The Group is a developer of high performance trading platforms and capital markets software and also offers its customers around the world access to an extensive range of real time and reference data products. Post trade services are also offered by the Group. The Group is home to FTSE, which creates and manages over 200,000 equity, bond and alternative asset class indices.

Headquartered in London, with significant operations in Italy and Sri Lanka, the Group employs around 1,900 people. LSEG is the ultimate holding company of its group of companies (the “Group”).

The Group’s core business segments are:

Capital Markets:

The Group’s capital markets business facilitates companies’ raising of capital through the issuance of equity and debt and by providing liquid secondary markets for the trading of those and other securities.

- **Primary market** – The Group’s primary markets in London and Italy provide a range of markets for companies issuing debt and equity securities to raise capital by selling those securities to investors, providing access to a pool of capital and an efficient market
- **Secondary market** – The Group provides fast and efficient trading, allowing investors and institutions access to cash equities, derivatives and fixed income securities

Post trade:

The Group offers a range of Post Trade services, providing clearing, settlement and custody services through CC&G and Monte Titoli.

Assuming completion of the Group’s proposed acquisition of the LCH.Clearnet group, the Group will become the majority owner of LCH.Clearnet holding up to 60 per cent. of its issued share capital. The LCH.Clearnet group is a leading user-owned and user-governed CCP group, serving major international trading venues and customers, as well as a range of OTC markets. It is targeted that all necessary outstanding clearances and approvals will be received during Q4 2012.

Information Services:

- **Real time data** – The Group delivers real-time and historical market data, along with other securities information, ensuring efficient price discovery and comprehensive market intelligence for investors
- **Indices** – The Group includes FTSE, a provider of investment decision support tools including benchmarking and index licensing products and related analytical tools
- **Other information services** – The Group also provides reference data services, desktop market data solutions and order and execution management systems to UK and Italian customers

Technology Services:

The Group provides technology to a range of customers, both within the financial services sector and, through MillenniumIT, outside of the financial services sector.

Further information can be found at:
www.londonstockexchangegroup.com

About the Bonds

Credit ratings

This Information Booklet refers to credit ratings of the Bonds. Credit ratings can be a useful way to compare the credit risk associated with different companies and their securities. Credit ratings are assigned by independent companies known as ratings agencies, such as Standard & Poor's Rating Services, a division of McGraw-Hill International (UK) Limited ("S&P") and Moody's Investors Service Limited ("Moody's").

The Bonds are expected to be rated A- (CreditWatch Negative) by S&P and Baa2 (Negative Outlook) by Moody's.

Information currently available on the Moody's website describes the general meaning of a Baa2 credit rating as follows: "Obligations rated Baa are judged to be medium-grade and subject to moderate credit risk and as such may possess certain speculative characteristics". The information also explains that "the modifier 2 indicates that the obligation ranks in the mid-range of its generic rating category". The Moody's rating outlook is described as "Negative". The information states that the rating outlook is an opinion regarding the likely direction of an issuer's rating over the medium term.

Information currently available on the S&P website describes the general meaning of an A credit rating as follows: "Strong capacity to meet financial commitments, but somewhat susceptible to adverse economic conditions and changes in circumstances". The information also explains that "the modifiers "+" or "-" may be appended to a rating denoted relative status within major rating categories." The S&P rating is described as "CreditWatch negative". S&P uses CreditWatch when it believes that the likelihood of rating action within the next 90 days is substantial. S&P will place a rating on CreditWatch if "we determine that there is at least a one-in-two likelihood of a rating change within 90 days".

A credit rating is not a recommendation to buy, sell or hold the Bonds and may be subject to suspension, reduction or withdrawal at any time by the assigning agency.

Holding the Bonds

The Bonds will be held in custody for you by your distributor, or as may be arranged by your distributor.

ISA and SIPP eligibility of the Bonds

At the time of issue the Bonds can be invested in a stocks and shares ISA or SIPP. However, investors should seek advice as to whether the specific terms of their arrangements permits investment of this type.

See also the "**Taxation of the Bonds**" section below.

Taxation of the Bonds

The tax treatment of an investor will depend on his/her individual circumstances and taxation law and practice at the relevant time (and so may be subject to change in the future). Prospective investors should consult their own tax advisers to obtain advice about their particular tax treatment in relation to the Bonds.

Please also refer to the section of the Offering Circular entitled "**Taxation**" for information regarding taxation in relation to the Bonds.

All amounts and returns described herein are shown before any tax that may be suffered by an investor in respect of those amounts or returns.

It is the responsibility of each investor to comply with the tax obligations operative in his/her own country of residence.

How to trade the Bonds

The Bonds are expected to be listed on the Official List of the UK Listing Authority and admitted to trading on the regulated market of London Stock Exchange.

The Bonds are also expected to be eligible for London Stock Exchange's electronic Order book for Retail Bonds ("ORB"). ORB was launched in response to private investor demand for easier access to trading Bonds with the aim of providing a transparent and efficient mechanism for UK retail investors to access the bond markets. The Bonds are tradable instruments and prices will be quoted in the market during trading hours.

The Bonds are expected to be supported in a market-making capacity by Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc. Market-making means that a person will maintain prices for buying and selling the Bonds. Each of Barclays Bank PLC and The Royal Bank of Scotland plc will be appointed as a registered market maker through ORB when the Bonds are issued. (www.londonstockexchange.com/exchange/prices-and-markets/retail-bonds/retail-bonds-search.html)

Investors should, in most normal market conditions, be able to sell their Bonds at any time, subject to market conditions.

Pricing information for sales and purchases of the Bonds in the market will be available throughout trading hours on ORB.

Fees

LSEG will pay the fees set out in the Final Terms. The Joint Lead Managers will receive a fee of 0.80 per cent. of the aggregate nominal amount of the Notes. From this fee, the Joint Lead Managers will pay:

i) each Specified Authorised Distributor a fee of 0.50 per cent. of the aggregate nominal amount of the Notes allotted to such Specified Authorised Distributor; and

ii) each Additional Authorised Distributor a fee of 0.25 per cent. of the aggregate nominal amount of the Notes allotted to such Additional Authorised Distributor.

Distributors may charge fees and/or commissions in respect of any Bonds purchased and/or held. LSEG is not responsible for the level or payment of any of these fees and/or commissions.

Authorised Distributors

Barclays Stockbrokers:
www.BarclaysStockbrokers.co.uk/Pages/LSE.aspx

Charles Stanley:
www.charles-stanley.co.uk/newissuesdesk

Killik & Co.:
www.killik.com/bonds

Halifax Share Dealing:
www.halifax.co.uk/sharedealing/bond-offer

Hargreaves Lansdown:
www.hl.co.uk/LSE-bond

Numis Securities:
www.numiscorp.com

Peel Hunt:
www.peelhunt.com

Redmayne-Bentley LLP:
www.redmayne.co.uk/LSE

Selftrade (execution only):
www.selftrade.co.uk/lse

Shore Capital Stockbrokers Limited:
www.shorecap.gg

Smith and Williamson:
www.smith.williamson.co.uk/fixed-income-dealing-service

Stocktrade (a division of Brewin Dolphin):
www.stocktrade.co.uk

Disclaimer

This document does not constitute or form part of any offer or invitation to sell, or any solicitation of any offer to purchase, any Bonds. This document should not be solely relied on for making any investment decision in relation to the purchase of Bonds. Any decision to purchase or sell the Bonds should be made on the basis of a careful review of the information contained in the Offering Circular and the Final Terms. Please therefore read the Offering Circular and the Final Terms carefully before you invest. Before buying or selling a Bond you should ensure that you fully understand and accept the risks relating to an investment in the Bonds, otherwise you should seek independent advice.

Each of Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc is acting for itself and will not act and has not acted as your legal, tax, accounting or investment adviser and will not owe you or your clients any fiduciary duties in connection with a purchase or sale of the Bonds, or any related, transaction. No reliance may be placed on Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc for advice or recommendations of any sort, Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc make no representation or warranty to you with regard to the information contained in the Offering Circular and/or the Final Terms.

This Information Booklet contains information derived from the Offering Circular and the Final Terms and is believed to be reliable but, in so far as each of them may do so under applicable law, Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc do not warrant its completeness or accuracy. None of Barclays Bank PLC, Lloyds TSB Bank plc, The Royal Bank of Scotland plc and LSEG is responsible for any advice or service you may receive from a third party in relation to the Bonds.

Barclays Bank PLC, Lloyds TSB Bank plc and The Royal Bank of Scotland plc and their respective affiliates, connected companies, employees and/or clients may have an interest in securities of the type described in this Information Booklet and/or in related securities. Such interest may include dealing, trading, holding or acting as market-makers in such instruments and may include providing banking, credit and other financial services to London Stock Exchange Group plc.