

FINAL TERMS OF THE NOTES

Final Terms dated 22 October 2015

Legal & General Group Plc

Issue of £600,000,000 Fixed Rate Reset Subordinated Notes due 2045
under the £3,000,000,000
Euro Note Programme

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 Prospectus dated 27 May 2015 and the supplemental Prospectus dated 5 August 2015 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (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, as amended, and must be read in conjunction with such Prospectus as so supplemented. 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 Prospectus as so supplemented. The Prospectus and the supplemental Prospectus are available for viewing during normal business hours and copies may be obtained from the specified office of the Issuing and Paying Agent at 14th Floor, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB.

1	(i) Issuer	Legal & General Group Plc
2	(i) Series Number:	6
	(ii) Tranche Number:	1
3	Specified Currency or Currencies:	Pounds sterling (“£”)
4	Aggregate Nominal Amount of Notes:	
	(i) Series:	£600,000,000
	(ii) Tranche:	£600,000,000
5	Issue Price:	99.893 per cent. of the Aggregate Nominal Amount
6	(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
7	(i) Issue Date:	27 October 2015
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	27 October 2045
9	Interest Basis:	Fixed Rate Reset
10	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.
11	Change of Interest or Redemption/Payment Basis:	See paragraphs 9 and 15.

12	Call Option:	Applicable
13	(i) Status of the Notes:	Dated Subordinated
	(ii) Date Board approval for issuance of Notes obtained:	19 May 2015 and 30 July 2015

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions	Not Applicable
15	Fixed Rate Reset Note Provisions	Applicable
	(i) Initial Rate of Interest:	5.375 per cent. per annum payable semi-annually in arrear
	(ii) Interest Payment Date(s):	27 October and 27 April in each year
	(iii) Broken Amount(s):	Not Applicable
	(iv) Day Count Fraction (Condition 4(i)):	Actual/Actual – ICMA
	(v) Determination Date(s) (Condition 4(i)):	27 October and 27 April in each year
	(vi) Party responsible for calculating the Rate(s) of Interest and/or Interest Amount(s) (if not the Calculation Agent):	Not Applicable
	(vii) Reset Date(s):	The First Call Date, 27 October 2030, 27 October 2035 and 27 October 2040
	(viii) Subsequent Reset Reference Rate(s):	Reference Bond
	(ix) Initial Credit Spread:	3.580 per cent. per annum
	(x) Step-Up Margin:	1.000 per cent. per annum
	(xi) Subsequent Reset Rate Screen Page:	Not Applicable
	(xii) Mid Swap Maturity:	Not Applicable
	(xiii) Reset Determination Date:	The fifth Business Day prior to the commencement of the applicable Reset Period
	(xiv) Subsequent Reset Rate Time:	3.00 p.m. (London time)
16	Floating Rate Note Provisions	Not Applicable
17	Zero Coupon Note Provisions	Not Applicable
18	Compulsory Interest Payment Date:	Applicable

PROVISIONS RELATING TO REDEMPTION

19	Call Option	Applicable
	(i) Optional Redemption Date(s):	27 October 2025 (the “ First Call Date ”) and each Interest Payment Date thereafter
	(ii) Optional Redemption Amount(s) and method, if any, of calculation of such amount(s):	£1,000 per Calculation Amount

	(iii) If redeemable in part:	
	(a) Minimum Redemption Amount:	Not Applicable Not Applicable
	(b) Maximum Redemption Amount:	
	(iv) Notice period:	Minimum period: 30 days Maximum period: 60 days
20	Capital Disqualification Call	Applicable
	Special Redemption Price:	£1,000 per Calculation Amount
21	Rating Methodology Call	Applicable
	(i) Rating Methodology Event Commencement Date:	Issue Date
	(ii) Special Redemption Price:	£1,000 per Calculation Amount
22	Final Redemption Amount	£1,000 per Calculation Amount
23	Early Redemption Amount	£1,000 per Calculation Amount
	Early Redemption Amount(s) payable on redemption for taxation reasons (Condition 6(d)) or on Event of Default (Condition 10) or other early redemption:	

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24	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
25	New Global Note:	No
26	Additional Financial Centre(s) (Condition 7(h)) or other special provisions relating to payment dates:	Not Applicable
27	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	Yes. As the Notes have more than 27 interest payments, Talons may be required if, on exchange into definitive form, more than 27 interest payments are still to be made.

DISTRIBUTION

28	U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA D
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Signed on behalf of the Issuer:

By:

Duly authorised

F. B. TURLEY
GROUP TREASURER

PART B – OTHER INFORMATION

1	LISTING	Applicable
	(i) Admission to trading:	Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange plc's Regulated Market on or around 27 October 2015.
	(ii) Estimate of total expenses related to admission to trading:	£3,650
2	RATINGS	Applicable
	Ratings:	The Notes are expected to be rated: S&P: BBB+ Moody's: Baa1(hyb)
3	INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE	
		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.
4	YIELD	Applicable
	Indication of yield:	5.389 per cent. per annum in respect of the period from the Issue Date to the First Call Date. 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:	XS1310962839
	Common Code:	131096283
	Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, <i>société anonyme</i> and the relevant identification number(s):	Not Applicable
	Delivery:	Delivery against payment
	Names and addresses of initial Paying Agent(s):	Citibank, N.A., London Branch, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom
	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
	Intended to be held in a manner which would allow Eurosystem eligibility:	No