

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 (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. 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 (the “**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 the domestic law of the UK by virtue of the European Union (Withdrawal) Act 2018 (the “**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 FSMA to implement the Insurance Distribution Directive, 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 the domestic law of the UK by virtue of the EUWA (“**UK MiFIR**”). Consequently, no key information document required by Regulation (EU) No. 1286/2014 as it forms part of the domestic law of the UK 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 each 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 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 each 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, and professional clients as defined in 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 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.

Pricing Supplement dated 14 March 2025

BUNZL FINANCE PLC

(LEI Number: 549300G276IH2GSE0E88)

**Issue of £250,000,000 5.250 per cent. Guaranteed Unsecured Notes due 2031
Fully and Unconditionally Guaranteed by Bunzl plc
under the £2,000,000,000
Euro Medium Term Note Programme
Part A — CONTRACTUAL TERMS**

This document constitutes the Pricing Supplement of the Notes and must be read in conjunction with the Admission Particulars dated 13 November 2024 and the supplement to it dated 7 March 2025 (together, the “**Admission Particulars**”) in order to obtain all the relevant information.

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Admission Particulars.

No prospectus is required in accordance with Regulation (EU) 2017/1129 as it forms part of the domestic law of the UK by the virtue of the EUWA for the issue of Notes described below. The Financial Conduct Authority has neither approved nor reviewed this Pricing Supplement.

| | | |
|-----|----------------------------------|--|
| 1. | Issuer: | Bunzl Finance plc |
| 2. | Guarantor: | Bunzl plc |
| 3. | (i) Series Number: | 3 |
| | (ii) Tranche Number: | 1 |
| 4. | Specified Currency: | Sterling (“£”) |
| 5. | Aggregate Nominal Amount: | |
| | (i) Series: | £250,000,000 |
| | (ii) Tranche: | £250,000,000 |
| 6. | Issue Price of Tranche: | 99.731 per cent. of the Aggregate Nominal Amount |
| 7. | (i) Specified Denomination(s): | £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 |
| 8. | (i) Issue Date: | 18 March 2025 |
| | (ii) Interest Commencement Date: | Issue Date |
| 9. | Maturity Date: | 18 March 2031 |
| 10. | Interest Basis: | 5.250 per cent. Fixed Rate |

| | | |
|-----|--|--|
| 11. | 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. |
| 12. | Change of Interest Basis or Redemption/Payment Basis: | Not Applicable |
| 13. | Call/Put Options: | Issuer Call Change of Control Put |
| 14. | Date of Board/Committee approval for issuance of Notes and Guarantee obtained: | In respect of the Issuer, approved on 5 March 2025 and, in respect of the Guarantor, approved on 5 March 2025 by a Committee established by the Board on 19 October 2022 and authorised on 26 February 2025. |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

| | | |
|-----|--------------------------------|--|
| 15. | Fixed Rate Note Provisions: | Applicable |
| | (i) Rate of Interest: | 5.250 per cent. per annum payable annually in arrear on each Interest Payment Date |
| | (ii) Interest Payment Dates: | 18 March in each year up to and including the Maturity Date, commencing on 18 March 2026 |
| | (iii) Fixed Coupon Amount: | £52.50 per Calculation Amount |
| | (iv) Broken Amount(s): | Not Applicable |
| | (v) Day Count Fraction: | Actual/Actual-ICMA |
| | (vi) Determination Date(s): | 18 March in each year |
| 16. | Floating Rate Note Provisions: | Not Applicable |
| 17. | Zero Coupon Notes Provisions: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

| | | |
|-----|-------------------------------------|---|
| 18. | Call Option: | Applicable |
| | (i) Optional Redemption Date(s): | (a) at any time before 18 December 2030 at the Make-whole Amount; and (b) at any time on or after 18 December 2030 at par. |
| | (ii) Optional Redemption Amount(s): | (a) Make-whole Amount prior to 18 December 2030; and (b) £1,000 per Calculation Amount on or after 18 December 2030. |

| | | |
|-----|--|---|
| | (A) Reference Bond: | 0.250 per cent. United Kingdom Treasury Stock due 31 July 2031 (GB00BMGR2809) |
| | (B) Quotation Time: | 11.00 a.m. (London time) |
| | (C) Redemption Margin: | 0.150 per cent. |
| | (D) Determination Date: | The second Business Day prior to the Optional Redemption Date |
| | (iii) If redeemable in part: | Not Applicable |
| | (iv) Notice Period(s): | (a) at any time prior to 18 December 2030, not less than 30 nor more than 60 days'; and (b) at any time on or after 18 December 2030, not less than 10 nor more than 20 days'. |
| 19. | Put Option: | Not Applicable |
| 20. | Change of Control Put Option: | Applicable |
| | (i) Change of Control Redemption Amount: | £1,000 per Calculation Amount |
| | (ii) Put Period: | As per the Conditions |
| | (iii) Put Date: | As per the Conditions |
| 21. | Clean-up Call Option: | Not Applicable |
| 22. | Final Redemption Amount: | £1,000 per Calculation Amount |
| 23. | Early Redemption Amount(s) payable on redemption for taxation reasons (where applicable) or on event of default or other early redemption: | £1,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

| | | |
|-----|---|---|
| 24. | Form of Notes: | |
| | (i) Form: | 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 |
| | (ii) New Global Note Form: | Applicable |
| 25. | Financial Centre(s): | London |
| 26. | Talons for future Coupons to be attached to Definitive Notes: | No |

Signed on behalf of the Issuer:

By: 
 Duly Authorised

PART B – OTHER INFORMATION

1. ADMISSION TO TRADING

- (i) Admission to trading: Application has been made to the London Stock Exchange for the Notes to be admitted to trading on the ISM with effect from 18 March 2025. The Notes admitted to trading on the ISM are not admitted to the Official List of the FCA.
- (ii) Estimate of total expenses relating to admission to trading: £6,200

2. RATING

The Notes to be issued are expected to be assigned the following rating:

BBB+ by S&P Global Ratings UK Limited (“**Standard & Poor**”)

Standard & Poor is established in the UK and is registered under Regulation (EC) No. 1060/2009 as it forms part of UK domestic law by virtue of the EUWA included in the list of credit rating agencies published by the Financial Conduct Authority.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue 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, the Guarantor and their respective affiliates in the ordinary course of business.

4. USE OF PROCEEDS

As specified in the section headed “*Use of Proceeds*” in the Admission Particulars

5. Fixed Rate Notes - YIELD

Indication of yield: 5.304 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

- (i) ISIN Code: XS3022510708
- (ii) Common Code: 302251070
- (iii) Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, SA and the relevant identification number(s): Not Applicable

- | | | |
|------|---|--|
| (iv) | Delivery: | Delivery against payment |
| (v) | Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |
| (vi) | Intended to be held in a manner which would allow Eurosystem eligibility: | <i>No.</i> Whilst the designation is specified as “no” at the date of this Pricing Supplement, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met. |

7. DISTRIBUTION

- | | | |
|-------|--------------------------------------|---|
| (i) | Method of Distribution: | Syndicated |
| (ii) | If syndicated: | |
| | (A) Name of Managers: | Active Bookrunners Banco Santander, S.A. Commerzbank Aktiengesellschaft NatWest Markets Plc Wells Fargo Securities International Limited |
| | (B) Stabilisation Manager(s) if any: | Passive Bookrunners Banco Bilbao Vizcaya Argentaria, S.A. Bank of China Limited, London Branch NatWest Markets Plc |
| (iii) | If non-syndicated, name of Dealer: | Not Applicable |
| (iv) | US Selling Restrictions: | Regulation S Compliance Category 2; TEFRA D |

8. THIRD PARTY INFORMATION

Not Applicable