

Final Terms dated 13 June 2018

MIFID II product governance / Retail investors, professional investors and ECPs 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, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); and (ii) all channels for distribution of the Notes 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.

ROMANIA

acting through the Ministry of Public Finance

Issue of USD 1,200,000,000 5.125 per cent. Notes due 2048 (the "Notes")

under the EUR 27,000,000,000

Global Medium Term Note Programme

PART A – CONTRACTUAL TERMS

This document constitutes the final terms relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the Information Memorandum dated 5 October 2017, as supplemented by the first supplement to the Information Memorandum dated 1 February 2018 and the second supplement to the Information Memorandum dated 7 June 2018 (together, the "**Information Memorandum**"). These Final Terms contain the final terms of the Notes and must be read in conjunction with such Information Memorandum as so supplemented.

The Notes have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "**Securities Act**") or with any securities regulatory authority of any state or other jurisdiction of the United States. The Notes may not be offered, sold or (in the case of Notes in bearer form) delivered within the United States except pursuant to an exemption from, or in certain transactions exempt from the registration requirements of the Securities Act.

1	Issuer:	Romania, acting through the Ministry of Public Finance
2	(i) Series Number:	2018-3
	(ii) Tranche Number:	1
3	Specified Currency or Currencies:	US Dollar (" USD ")
4	Aggregate Principal Amount:	
	(i) Series:	USD 1,200,000,000
	(ii) Tranche:	USD 1,200,000,000
5	Issue Price:	98.867 per cent. of the Aggregate Principal Amount
6	(i) Specified Denominations:	USD \$2,000
	(ii) Calculation Amount:	USD \$2,000
7	(i) Issue Date:	15 June 2018

	(ii) Interest Commencement Date:	15 June 2018
8	Maturity Date:	15 June 2048
9	Interest Basis:	5.125 per cent. Fixed Rate (further particulars specified below)
10	Redemption/Payment Basis:	Redemption at par
11	Change of Interest or Redemption/Payment Basis:	Not Applicable
12	Put/Call Options:	Not Applicable
13	Date of approval for issuance of Notes obtained by the Ministry of Public Finance:	7 June 2018
14	Method of distribution:	Syndicated
PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE		
15	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	5.125 per cent. per annum payable semi-annually in arrear
	(ii) Interest Payment Date:	15 December and 15 June in each year from and including 15 December 2018 up to and including the Maturity Date
	(iii) Fixed Coupon Amount:	USD 51.25 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	30/360
	(vi) Determination Dates:	Not Applicable
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16	Floating Rate Note Provisions	Not Applicable
17	Zero Coupon Note Provisions	Not Applicable
18	Index-Linked Interest Note/other variable-linked interest Note Provisions	Not Applicable
19	Dual Currency Note Provisions	Not Applicable
PROVISIONS RELATING TO REDEMPTION		
20	Call Option	Not Applicable
21	Put Option	Not Applicable
22	Final Redemption Amount of each Note	USD \$2,000 per Calculation Amount
23	Early Redemption Amount	
	Early Redemption Amount(s) on event of default or other early redemption and/or the method of calculating the same (if	Not Applicable

required or if different from that set out in the Conditions):

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24	Form of Notes:	Registered Notes: Unrestricted Global Note Certificate registered in the name of a nominee for a common safekeeper for Euroclear and Clearstream, Luxembourg (that is, held under the New Safekeeping Structure (NSS)) Restricted Global Note Certificate registered in the name of a nominee for DTC.
25	New Global Note:	Not Applicable
26	New Safekeeping Structure:	Yes, but only in respect of the Unrestricted Global Note Certificate
27	Additional Financial Centre(s) or other special provisions relating to payment dates:	Not Applicable
28	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
29	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made:	Not Applicable
30	Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:	Not Applicable
31	Redenomination, nominalisation and reconventioning provisions:	Not Applicable
32	Consolidation provisions:	Not Applicable
33	Other final terms:	Not Applicable

DISTRIBUTION

34	(i) If syndicated, names and addresses of Managers and underwriting commitments:	<u><i>Joint Lead Managers</i></u> Citigroup Global Markets Limited Citigroup Centre Canada Square Canary Wharf London E14 5LB United Kingdom Underwriting commitment: USD 240,000,000 Deutsche Bank AG, London Branch Winchester House 1 Great Winchester Street London
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EC2N 2DB
United Kingdom

Underwriting commitment: USD 240,000,000

HSBC Bank PLC
8 Canada Square
London E14 5HQ
United Kingdom

Underwriting commitment: USD 240,000,000

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

Underwriting commitment: USD 240,000,000

UniCredit Bank AG
Arabellastrasse 12
81925 Munich
Germany

Underwriting commitment: USD 240,000,000

	(ii) Date of Subscription Agreement:	13 June 2018
	(iii) Stabilising Manager(s) (if any):	HSBC Bank plc
35	If non-syndicated, name and address of Dealer:	Not Applicable
36	U.S. Selling Restrictions:	Reg. S Compliance Category 1 Rule 144A Eligible
37	Non-exempt Offer:	Not Applicable
38	Additional selling restrictions:	Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the regulated market of the Luxembourg Stock Exchange of the Notes described herein pursuant to the EUR 27,000,000,000 Global Medium Term Note Programme of Romania acting through the Ministry of Public Finance.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of
ROMANIA, ACTING THROUGH THE MINISTRY OF PUBLIC FINANCE:

By:

Duly authorised

Eugen Orlando Teodorovici
Minister of Public Finance

PART B — OTHER INFORMATION

1 LISTING

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|---------------------------|---|
| (i) Listing | Luxembourg |
| (ii) Admission to trading | Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from the Issue Date. |

2 RATINGS

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| Ratings: | The Notes are expected to be rated

Standard & Poor's Credit Market Services Europe Limited ("S&P"): "BBB-"

Fitch Ratings Limited (" Fitch "): "BBB-"

Each of S&P and Fitch is established in the EEA and registered under Regulation (EU) No 1060/2009, as amended (the " CRA Regulation ").

In general, European regulated investors are restricted from using a rating for regulatory purposes if such rating is not issued by a credit rating agency established in the EEA and registered under the CRA Regulation unless (1) the rating is provided by a credit rating agency not established in the EEA but is endorsed by a credit rating agency established in the EEA and registered under the CRA Regulation or (2) the rating is provided by a credit rating agency not established in the EEA which is certified under the CRA Regulation. |
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3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

"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 REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS

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|------------------------------|---|
| (i) Reasons for the offer | See " <i>Use of Proceeds</i> " wording in Information Memorandum. |
| (ii) Estimated net proceeds: | USD 1,184,604,000.00 |

5 YIELD

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| Indication of yield: | 5.200 per cent. per annum

As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield. |
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6 OPERATIONAL INFORMATION

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| (i) CUSIP: | 77586RAF7 (144A) |
| (ii) ISIN Code: | XS1837994794 (Reg S)

US77586RAF73 (144A) |
| (iii) Common Code: | 183799479 (Reg S) |

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| (iv) Any clearing system(s) other than DTC, Euroclear Bank SA/NV and/or Clearstream Banking S.A. and the relevant identification number(s): | Not Applicable |
| (v) Delivery: | Delivery against payment |
| (vi) Names and addresses of initial Paying Agent(s): | Citibank, N.A., London Branch
Citigroup Centre
25 Canada Square
London E14 5LB
United Kingdom |
| (vii) Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |
| (viii) Intended to be held in a manner which would allow Eurosystem eligibility: | Yes, in respect of the Unrestricted Global Note Certificate.
Not Applicable in respect of the Restricted Global Note Certificate. |

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 registered in the name of a nominee of one of the ICSDs acting as common safekeeper, and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intraday 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.