

Final Terms dated as of 20 September 2006

**LEHMAN BROTHERS SECURITIES N.V.**

**Warrant and Certificate Programme**

**Guaranteed by  
LEHMAN BROTHERS HOLDINGS INC.**

**Up to 150,000 Discount Certificates on the Dow Jones Euro STOXX 50**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the amended and restated Offering Circular dated 9 August 2006. This document constitutes the Final Terms of the Certificates described herein and must be read in conjunction with such Offering Circular. Full information on the Issuer and the offer of the Certificates is only available on the basis of the combination of these Final Terms and the Offering Circular.

Save as disclosed herein, neither the Issuer nor the Guarantor is involved in any litigation or arbitration proceedings which the Issuer or the Guarantor (as the case may be) believes would have a material adverse effect on the financial position of the Issuer or the Guarantor (as the case may be) nor is the Issuer or the Guarantor aware of any such proceedings pending or threatened.

The Issuer accepts responsibility for the information contained in these Final Terms and declares that, having taken all reasonable care to ensure that such is the case the information contained in these Final Terms is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

The information contained herein with regard to the underlying asset (or basket of assets), Commodity (or Basket of Commodities), Currency (or Basket of Currencies), Debt Instrument (or Basket of Debt Instruments), Depositary Receipt (or Basket of Depositary Receipts), Index (or Basket of Indices) or Share (or Basket of Shares) (as all such terms are defined in the Terms and Conditions) or other item(s) (the "**Underlying**") to which the Securities relate consists of extracts from or summaries of information that are publicly available. Except as mentioned herein, the Issuer accepts responsibility for accurately reproducing and/or summarising the information relating to the Underlying to which the Securities relate, which information is more particularly described in these Final Terms. The Issuer accepts no further or other responsibility in respect of such information.

**IN WITNESS WHEREOF, LEHMAN BROTHERS SECURITIES N.V.** has caused these Final Terms to be executed by a duly authorised officer or director.

Dated: 20 September 2006

Executed by

**LEHMAN BROTHERS SECURITIES N.V.**  
and signed and delivered on its behalf

By: \_\_\_\_\_  
Authorised Signatory

**Part A**

**Information about the Securities**

**General**

1. Issuer: Lehman Brothers Securities N.V.
2. Guarantor: Lehman Brothers Holdings Inc.
3. Description of the Securities:
  - (a) Warrants or Certificates: The Securities are Certificates
  - (b) Type of Securities: The Securities are Index Securities
4. Form of the Securities: Global Security: Subject to the Conditions, each person who is for the time being shown in the records of the relevant clearing system as the holder of a particular amount of Securities shall be treated for all purposes by the Issuer, the Guarantor, any Securities Agent and the relevant clearing system and all other persons as the holder of such amount of Securities
5. Description of the Underlying: As described in Item 48 below
6. If Warrants, American Style Warrants, European Style Warrants or other: Not Applicable
7. If Warrants, Call Warrants, Put Warrants or other: Not Applicable
8.
  - (a) Securities being issued: Up to 150,000 Securities
  - (b) Aggregate Specified Notional Amount: Not Applicable
  - (c) Specified Notional Amount(s) per Security: Not Applicable
9.
  - (a) Series Number: L-06/81
  - (b) Tranche Number: 1
10. Issue Date: 20 September 2006
11. Issue Price(s): Euro ("EUR") 58.95 per Security

Each Dealer reserves the right, in its sole discretion, at any time and from time to

time, to offer and sell the Securities at one or more prices that differ from the Issue Price

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|---|---|
| 12. Minimum initial purchase of the Securities:                       | 900 Certificates                                |
| 13. Minimum transferable number (for the purposes of Condition 1(c)): | 900 Certificates                                |
| 14. Last Trading Day (for the purposes of Conditions 1(c) and 9(c)):  | Three Business Days prior to the Valuation Date |

**Warrants - Provisions relating to exercise**

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|---|----------------|
| 15. If American Style Warrants, the Exercise Period:  | Not Applicable |
| 16. If European Style Warrants, the Expiration Date:  | Not Applicable |
| 17. Exercise Notice Deposit Time(s) (for the purposes of Condition 5(a)):   | Not Applicable |
| 18. Minimum Exercise Number (for the purposes of Condition 5(b)):   | Not Applicable |
| 19. Integral multiple of Minimum Exercise Number (for the purposes of Condition 5(b)):  | Not Applicable |
| 20. If Physical Delivery Warrants, any modification of minimum Board Lot requirement in relation to exercise (for the purpose of Condition 9(h)): | Not Applicable |
| 21. If American Style Warrants, the Maximum Exercise Number (for the purposes of Condition 5(b)):   | Not Applicable |
| 22. Automatic Exercise in respect of Cash Settled Warrants (for the purposes of Condition 4(a)):  | Not Applicable |

**Certificates - Provisions relating to interest**

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|--|----------------|
| 23. Interest Payment Dates:  | Not Applicable |
| 24. Notional Amount per Certificate (for the purposes of Condition 6): | Not Applicable |

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|---|----------------|
| 25. Interest Rate (for the purposes of Condition 6):  | Not Applicable |
| 26. Interest Rate Day Count Fraction (for the purposes of Condition 6):                           | Not Applicable |
| 27. Other terms relating to the method of calculating interest (for the purposes of Condition 6): | Not Applicable |

**Provisions relating to settlement and redemption**

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| 28. Form of Settlement (for the purposes of Condition 1(a)):  | Cash Settled Securities  |
| 29. Issuer's option to vary settlement in respect of the Securities (for the purposes of Conditions 1(a) and 10(c)):  | Not Applicable   |
| 30. Valuation Date:   | 17 December 2013   |
| 31. Averaging Dates:  | Not Applicable   |
| 32. Consequence of Averaging Date Disruption (for the purposes of Condition 13(b)):   | Not Applicable   |
| 33. Valuation Time:   | Condition 28 applies   |
| 34. If Warrants, the Settlement Date:   | Not Applicable   |
| 35. If Certificates, the Certificate Settlement Notice Period:  | The period of three Business Days ending on and including the Valuation Date   |
| 36. If Certificates, the Redemption Date:   | Three Business Days immediately following the Valuation Date   |
| 37. Business Day Centre(s):   | London and TARGET  |
| 38. Exchange Rate, including details of when such rate is to be ascertained:  | Not Applicable   |
| 39. If Cash Settled Securities, Settlement Currency for the payment of the Cash Settlement Amount and/or Alternative Cash Settlement Amount:                                      | EUR  |
| 40. If Cash Settled Securities, Cash Settlement Amount or method of calculation of the Cash Settlement Amount (for the purposes of Condition 4(b) or Condition 7, as applicable): | For each Certificate held, the Cash Settlement Amount ("CSA") shall be determined in accordance with the following, as determined by the |

Calculation Agent:

1. If the Final Level is equal to or greater than the Strike Level:

$$\text{CSA} = \text{EUR } 100$$

2. If the Final Level is less than the Strike Level:

$$\text{CSA} = \text{EUR } 100 \times \text{Final Level/Strike Price}$$

Where:

“Final Level” means the official closing level of the Index on the Exchange at the Valuation Time on the Valuation Date, as determined by the Calculation Agent; and

“Strike Level” means 3,772.21

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|---|----------------|
| 41. If Physical Delivery Warrants, the Strike Price(s):   | Not Applicable |
| 42. If Physical Delivery Securities:  | Not Applicable |
| 43. If Physical Delivery Certificates, any modification of minimum Board Lot requirement in relation to settlement (for the purpose of Condition 9(h)): | Not Applicable |
| 44. Other circumstances where Holder will receive the Alternative Settlement Amount (for the purposes of Condition 10(c)):                              | Not Applicable |
| 45. Other additional conditions to settlement (for the purposes of Condition 10(a)(i), 10(a)(ii), 10(b)(i) and 10(b)(ii)):                              | Not Applicable |

**Other specified terms and modifications to the Conditions**

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|---|----------------|
| 46. If Currency Securities, details of the Relevant Screen Page, the Base Currency and the relevant Subject Currency or Subject Currencies: | Not Applicable |
| 47. If Commodity Securities, provisions for calculations:   | Not Applicable |

48. If Index Securities:
- (a) Index or Indices: Dow Jones Euro STOXX (Bloomberg: SX5E Index)
  - (b) Exchange: Multi-exchange Index
  - (c) Related Exchange: EUREX
  - (d) Consequences of Index Adjustment Event (for the purposes of Condition 14(a)(ii)):
    - (i) Index Modification: Calculation Agent Adjustment
    - (ii) Index Cancellation: Calculation Agent Adjustment
    - (iii) Index Disruption: Calculation Agent Adjustment
49. If Share Securities: Not Applicable
50. Additional Disruption Events: Not Applicable
51. Further adjustments: Not Applicable
52. Other special conditions and any modification to the Terms and Conditions of the Securities: Not Applicable
53. Relevant Clearing System(s) (for the purposes of the definition in Condition 28): Euroclear  
Clearstream, Luxembourg  
The Bank of New York, Brussels shall act as common depositary for Euroclear and Clearstream, Luxembourg
54. Calculation Agent if not the Issuer: Lehman Brothers International (Europe)
55. Rule 144A eligibility: No
56. Eligibility for private placement to other “accredited investors” in the United States: No
57. US Selling Restrictions and additional selling restrictions:
- (a) details of the applicable type of US Selling Restrictions including in respect of the relevant US Selling Restrictions certification required for the purposes of exercise or redemption: Type 2A

(b) details of any additional selling restrictions (for the purposes of Condition 9(e)): Not Applicable

## Part B

### Other Information

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|-----|--|---|
| 1.  | (a) Listing:   | None  |
|     | (b) Admission to Trading:  | Not Applicable  |
| 2.  | Notification   | Not Applicable  |
| 3.  | Interests of Natural and Legal Persons Involved in The Issue/Offer   | Not Applicable  |
| 4.  | (a) Method of distribution of the Securities:  | Non-syndicated  |
|     | (b) Names of the Dealer(s):  | Lehman Brothers International (Europe)  |
| 5.  | ISIN:  | ANN521337876  |
| 6.  | Common Code:   | 26789885  |
| 7.  | CUSIP:   | Not Applicable  |
| 8.  | Telekurs number and, where any additional or alternative Clearing System(s) has/have been specified in paragraph 39(b) above, any other relevant security code:  | Not Applicable  |
| 9.  | WKN:   | A0KQRD  |
| 10. | Principal Securities Agent:  | Belgian Securities Agent  |
| 11. | Whether Definitive Security Certificates may be issued as well as/instead of a Global Security:  | The Securities will be at all times represented by a Global Security  |
| 12. | Reasons for the Offer:   | Not Applicable  |
| 13. | Estimated total expenses:  | Not Applicable  |
| 14. | Estimated net proceeds:  | Not Applicable  |
| 15. | Performance of index/formula/ other variable, explanation of effect on value of investment and associated risks and other information concerning the Underlying: | Details on historical levels of the Index can be found on STOXX Ltd.'s website ( <a href="http://stoxx.com">http://stoxx.com</a> ).<br><br>The Issuer does not intend to provide any post issuance information, except if required by any applicable laws and regulations |

**STOXX AND DOW JONES HAVE NO RELATIONSHIP TO LEHMAN BROTHERS, OTHER THAN THE LICENSING OF THE DOW JONES EURO STOXX 50 AND THE RELATED TRADE MARKS FOR USE IN CONNECTION WITH THE CERTIFICATES.**

**STOXX and Dow Jones do not:**

- Sponsor, endorse, sell or promote the Certificates.
- Recommend that any person invest in the Certificates or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Certificates.
- Have any responsibility or liability for the administration, management or marketing of the Certificates.
- Consider the needs of the Certificates or the owners of the Certificates in determining, composing or calculating the Dow Jones Euro STOXX 50 or have any obligation to do so.

**STOXX and Dow Jones will not have any liability in connection with the Certificates. Specifically,**

- **STOXX and Dow Jones do not make any warranty, express or implied and disclaim any and all warranty about:**
- **The results to be obtained by the Certificates, the owner of the Certificates or any other person in connection with the use of the Dow Jones Euro STOXX 50 and the data included in the Dow Jones Euro STOXX 50;**
- **The accuracy or completeness of the Dow Jones Euro STOXX 50 and its data;**
- **The merchantability and the fitness for a particular purpose or use of the Dow Jones Euro STOXX 50 and its data;**
- **STOXX and Dow Jones will have no liability for any errors, omissions or interruptions in the Dow Jones Euro STOXX 50 or its data;**
- **Under no circumstances will STOXX or Dow Jones be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or Dow Jones knows that they might occur.**

**The licensing agreement between the Issuer and STOXX is solely for their benefit and not for the benefit of the owners of the Certificates or any other third parties.**

**REGISTERED AND PRINCIPAL OFFICE OF THE ISSUER**

**Lehman Brothers Securities N.V.**

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The Netherlands Antilles

**PRINCIPAL OFFICE OF THE GUARANTOR**

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