

MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET – Solely for the purposes of each manufacturer’s product approval process, the target market assessment in respect of the Certificates has led to the conclusion that: (i) the target market for the Certificates is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, “**MiFID II**”); and (ii) all channels for distribution of the Certificates to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Certificates (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 Certificates (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

Final Terms

12 March 2018

Sharjah Sukuk Programme Limited

Issue of U.S.\$1,000,000,000 Trust Certificates due 2028 (the “Trust Certificates”)

under the Trust Certificate Issuance Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions of the Trust Certificates (the “**Conditions**”) set forth in the base prospectus dated 5 March 2018 which constitutes a base prospectus (the “**Base Prospectus**”) for the purposes of Directive 2003/71/EC, as amended (which includes the amendments made by Directive 2010/73/EU) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Trust Certificates described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Trustee, the Government and the offer of the Trust Certificates is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms are available for viewing in accordance with Article 14 of the Prospectus Directive on the website of the Central Bank (<http://www.centralbank.ie>) and the website of Nasdaq Dubai (<http://www.nasdaqdubai.com>) and may be obtained during normal business hours from the specified office of the Principal Paying Agent at Winchester House, 1 Great Winchester Street, London EC2N 2DB, United Kingdom.

1	(a) Trustee and Lessor:	Sharjah Sukuk Programme Limited
	(b) Seller, Obligor, Lessee and Servicing Agent:	The Government of the Emirate of Sharjah acting through the Sharjah Finance Department (the “ Government ”)
2	(a) Series Number:	1
	(b) Tranche Number:	1
	(c) Date on which the Trust Certificates become fungible:	Not Applicable
3	Specified Currency:	United States Dollars (“ U.S.\$ ”)
4	Aggregate Face Amount:	U.S.\$1,000,000,000
	(a) Series	U.S.\$1,000,000,000

	(b) Tranche	U.S.\$1,000,000,000
5	Issue Price:	100.00 per cent. of the Aggregate Face Amount
6	(a) Specified Denominations:	U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof
	(b) Calculation Amount:	U.S.\$1,000
7	(a) Issue Date:	14 March 2018
	(b) Return Accumulation Commencement Date	Issue Date
8	Scheduled Dissolution Date:	14 March 2028
9	Periodic Distribution Amount Basis:	Fixed Rate Trust Certificates (further particulars specified below)
10	Dissolution Basis:	The Trust Certificates will be redeemed at 100 per cent. of the Aggregate Face Amount
11	Put/Call Rights:	Not Applicable
12	Status	The Trust Certificates are direct, unsecured, unsubordinated and limited recourse obligations of the Trustee
13	Date of Trustee's approval and date of Government's approval for issuance of Trust Certificates:	Not Applicable

Provisions relating to profit payable (if any)

14	Fixed Periodic Distribution Provisions:	Applicable
	(a) Rate:	4.226 per cent. per annum payable semi-annually in arrear on each Periodic Distribution Date
	(b) Return Accumulation Period:	As per Condition 1.1
	(c) Periodic Distribution Date(s):	14 March and 14 September in each year up to and including the Scheduled Dissolution Date
	(d) Fixed Amount(s) for Trust Certificates in definitive form (and in relation to Trust Certificates in global form, see Condition 7):	U.S.\$1,000 per Calculation Amount
	(e) Broken Amount(s):	Not Applicable
	(f) Day Count Fraction:	30/360
	(g) Determination Date(s):	Not Applicable
15	Floating Periodic Distribution Provisions:	Not Applicable

Provisions relating to dissolution

16	Optional Dissolution Call Right:	Not Applicable
17	Certificateholder Put Right:	Not Applicable
18	Clean Up Call Right:	Not Applicable

19	Dissolution Event Amount:	As per Condition 1.1
20	Final Dissolution Amount:	As per Condition 1.1
21	Other Dissolution Amount:	Not Applicable

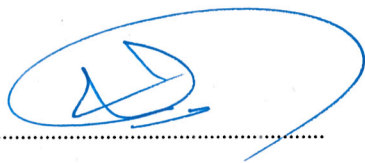
General provisions applicable to the Trust Certificates

22	Form of Trust Certificates:	Trust Certificates in registered form: Global Trust Certificate registered in the name of a common depositary for Euroclear and Clearstream, Luxembourg and exchangeable for Trust Certificates in definitive registered form in the limited circumstances specified in the Global Trust Certificate. Reg S Compliance Category 2
23	Additional Financial Centre(s):	Not Applicable
24	Prohibition of Sales to EEA Retail Investors:	Not Applicable

Provisions in respect of the Trust Assets

25	Trust Assets:	Condition 5.1 applies
26	Split of proceeds on the Issue Date:	
	(a) Ijara Percentage:	55.24 per cent.
	(b) Murabaha Percentage:	44.76 per cent.
27	(a) Details of Transaction Account (to be held in the United Kingdom):	Sharjah Sukuk Programme Limited Transaction Account No: GB26DEUT40508178299501 with Deutsche Bank AG, London for Series No.: 1
	(b) Supplemental Declaration of Trust:	Supplemental Declaration of Trust dated 14 March 2018 between the Trustee, the Government and the Delegate
	(c) Supplemental Purchase Agreement:	Supplemental Purchase Agreement dated 14 March 2018 between the Trustee and the Government
	(d) Supplemental Lease Agreement	Supplemental Lease Agreement dated 14 March 2018 between the Trustee, the Lessor, the Lessee and the Delegate
	(e) Purchase Order and Letter of Offer and Acceptance:	Purchase Order dated 14 March 2018 from the Obligor (as “ Buyer ”) to the Trustee (as “ Seller ”) and Letter of Offer and Acceptance dated 14 March 2018 from the Seller to the Buyer.
	(f) Declaration of Commingling of Assets:	Not Applicable

Signed on behalf of **SHARJAH SUKUK
PROGRAMME LIMITED**



By

Duly authorised

Signed on behalf of **THE GOVERNMENT OF
THE EMIRATE OF SHARJAH ACTING
THROUGH THE SHARJAH FINANCE
DEPARTMENT**



By:

Duly authorised

PART B – OTHER INFORMATION

1 Listing and Admission to Trading

- (a) Listing and Admission to trading: Application has been made by the Trustee (or on its behalf) to the Irish Stock Exchange plc for the Trust Certificates to be listed on its Official List and admitted to trading on its regulated market with effect from 14 March 2018. Application has been made by the Trustee (or on its behalf) for the Trust Certificates to be listed on the official list of securities maintained by the DFSA and be admitted to trading on Nasdaq Dubai.
- (b) Estimate of total expenses related to admission to trading: Nasdaq Dubai: U.S.\$4,500
Irish Stock Exchange: EUR600

2 Ratings

- Ratings: The Trust Certificates to be issued have been rated.
S&P: BBB+
Moody's: A3
Each of S&P and Moody's is established in the European Union and is registered under Regulation (EC) No 1060/2009.

3 Interests of Natural and Legal Persons involved in the Issue

Save for any fees payable to the Managers, so far as each of the Trustee and the Government is aware, no person involved in the issue of the Trust Certificates 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 services for, the Government and/or the Trustee (and each of their affiliates) in the ordinary course of business for which they may receive fees.

- 4 **Yield:** 4.226 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.

5 Operational Information

- (a) ISIN: XS1791326991
- (b) Common Code: 179132699
- (c) Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, SA and the relevant identification number(s): Not Applicable
- (d) Delivery: Delivery against payment
- (e) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

(f) Stabilising
Manager(s): HSBC Bank plc