

## FINAL TERMS

**UK MIFIR 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 Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (“COBS”) and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law in the United Kingdom (the “UK”) by virtue of the European Union (Withdrawal) Act 2018 (the “EUWA”) (“UK MiFIR”), only 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 (the “UK MiFIR Product Governance Rules”) 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.

**SINGAPORE SFA PRODUCT CLASSIFICATION:** In connection with Section 309B of the Securities and Futures Act (Chapter 289) of Singapore (as modified or amended from time to time, the “SFA”) and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the “CMP Regulations 2018”), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A(1) of the SFA), that the Notes are prescribed capital markets products (as defined in the CMP Regulations 2018) and are Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

Final Terms dated 28 September 2021

### THE ARAB REPUBLIC OF EGYPT

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**Issue of U.S.\$1,125,000,000 7.300% Notes due 2033  
under the U.S.\$40,000,000,000  
Global Medium Term Note Programme**

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#### 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 Base Offering Circular dated 23 September 2021 (the “Base Offering Circular”).

This document constitutes the Final Terms relating to the issue of Notes described herein and must be read in conjunction with the Base Offering Circular in order to obtain all the relevant information. These Final Terms do not constitute “final terms” for the purposes of Regulation (EU) 2017/1129, as it forms part of domestic law in the UK by virtue of the EUWA.

The Base Offering Circular is available for viewing on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/prices-and-news/news/market-news/market-news-home.html> and during normal business hours at Ministry of Finance Towers, Ramsis Street Extension, Nasr City, Cairo, Egypt (Tel.: +20 2 2686 1200) and the Fiscal Agent at One Canada Square, Canary Wharf, London E14 5AL, United Kingdom.

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|----|-----------------------------------|-------------------------|
| 1. | (i) Series Number:                | 25                      |
|    | (ii) Tranche Number:              | 1                       |
| 2. | Specified Currency or Currencies: | U.S. Dollars (“U.S.\$”) |
| 3. | Aggregate Nominal Amount:         |                         |
|    | (i) Series:                       | U.S.\$1,125,000,000     |
|    | (ii) Tranche:                     | U.S.\$1,125,000,000     |

|     |                                                 |                                                                                                                           |
|-----|-------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|
| 4.  | Issue Price:                                    | 100% of the Aggregate Nominal Amount                                                                                      |
|     | (i) Specified Denominations:                    | U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof                                                     |
|     | (ii) Calculation Amount:                        | U.S.\$1,000                                                                                                               |
| 5.  | (i) Issue Date:                                 | 30 September 2021                                                                                                         |
|     | (ii) Interest Commencement Date:                | Issue Date                                                                                                                |
| 6.  | Maturity Date:                                  | 30 September 2033                                                                                                         |
| 7.  | Interest Basis:                                 | 7.300% Fixed Rate                                                                                                         |
| 8.  | Redemption/Payment Basis:                       | Subject to any purchase and cancellation, the Notes will be redeemed on the Maturity Date at 100% of their nominal amount |
| 9.  | Change of Interest or Redemption/Payment Basis: | Not Applicable                                                                                                            |
| 10. | Put/Call Options:                               | Not Applicable                                                                                                            |
| 11. | Date approval for issuance of Notes obtained:   | On or about 28 September 2021                                                                                             |

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

|     |                                      |                                                         |
|-----|--------------------------------------|---------------------------------------------------------|
| 12. | <b>Fixed Rate Note Provisions</b>    | Applicable                                              |
|     | (i) Rate of Interest:                | 7.300% <i>per annum</i> payable semi-annually in arrear |
|     | (ii) Interest Payment Date(s):       | 30 March and 30 September in each year                  |
|     | (iii) First Interest Payment Date:   | 30 March 2022                                           |
|     | (iv) Fixed Coupon Amount:            | U.S.\$36.50 per Calculation Amount                      |
|     | (v) Broken Amount(s):                | Not Applicable                                          |
|     | (vi) Day Count Fraction:             | 30/360                                                  |
|     | (vii) Determination Dates:           | Not Applicable                                          |
| 13. | <b>Floating Rate Note Provisions</b> | Not Applicable                                          |
| 14. | <b>Zero Coupon Note Provisions</b>   | Not Applicable                                          |

#### **PROVISIONS RELATING TO REDEMPTION**

|     |                                                                       |                                    |
|-----|-----------------------------------------------------------------------|------------------------------------|
| 15. | <b>Call Option</b>                                                    | Not Applicable                     |
| 16. | <b>Put Option</b>                                                     | Not Applicable                     |
| 17. | <b>Final Redemption Amount of each Note</b>                           | 100% of their nominal amount       |
| 18. | <b>Early Termination Amount</b>                                       | Applicable                         |
|     | Early Termination Amount(s) of each Note payable on Event of Default: | U.S.\$1,000 per Calculation Amount |

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

19. Form of Notes:

### Registered Notes:

Unrestricted Global Certificate exchangeable for unrestricted Individual Note Certificates in the limited circumstances described in the Unrestricted Global Certificate.

Unrestricted Global Certificate registered in the name of a nominee for a common depository for Euroclear and Clearstream, Luxembourg.

One or more Restricted Global Certificates exchangeable for Restricted Individual Note Certificates in the limited circumstances described in the Restricted Global Certificates.

One or more Restricted Global Certificates registered in the name of a nominee for DTC.

20. Additional Financial Centre(s):

Not Applicable

21. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):

No

22. Additional provisions applicable to the Notes:

For the purposes of the Notes only, the final sentence in each of Condition 21(a) (*Notices to Noteholders while Notes are held in Global Form*) and Condition 21(b) (*Notices to Holders of Registered Definitive Notes*) shall be deleted in its entirety and replaced with the following:

“For so long as the Notes are listed on the official list of the United Kingdom Financial Conduct Authority and are admitted to trading on the main market of the London Stock Exchange plc (the “**London Stock Exchange**”), notices will also be published on the website of the London Stock Exchange or in such other manner permitted by the London Stock Exchange.”

Signed on behalf of  
**THE ARAB REPUBLIC OF EGYPT:**

By: Mohamed Hegazy  
Duly Authorised

## PART B—OTHER INFORMATION

### 1. LISTING

- |                                                                  |                                                                                                                                                                                            |
|------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i) Listing:                                                     | London Stock Exchange                                                                                                                                                                      |
| (ii) Admission to trading:                                       | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Main Market of the London Stock Exchange plc with effect from 30 September 2021. |
| (ii) Estimate of total expenses related to admission to trading: | £5,150                                                                                                                                                                                     |

### 2. RATINGS

**Ratings:** The Notes to be issued are expected to be rated:

S&P: B

An obligation rated ‘B’ by S&P is more vulnerable to non-payment than obligations rated ‘BB’, but the obligor currently has the capacity to meet its financial commitments on the obligation. Adverse business, financial or economic conditions will likely impair the obligor’s capacity or willingness to meet its financial commitments on the obligation.

Fitch: B+

An obligation rated ‘B’ by Fitch indicates that material default risk is present, but a limited margin of safety remains. Financial commitments are currently being met; however, capacity for continued payment is vulnerable to deterioration in the business and economic environment.

The modifier “+” appended to the rating denotes relative status within major rating categories.

S&P is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the “**CRA Regulation**”). S&P is not established in the UK and has not applied for registration under the CRA Regulation as it forms part of domestic law in the UK by virtue of the EUWA (the “**UK CRA Regulation**”), though the rating issued by S&P referred to above has been endorsed by S&P Global Ratings UK Limited. S&P Global Ratings UK Limited is established in the UK and is registered in accordance with the UK CRA Regulation.

Fitch is established in the UK and registered under the UK CRA Regulation. Fitch is not established in the European Union and has not applied for registration under the CRA Regulation, though the rating issued by Fitch referred to above has been endorsed by Fitch Ratings Ireland Limited in accordance with the CRA Regulation. Fitch Ratings Ireland Limited is established in the

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

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 and its affiliates in the ordinary course of business for which they may receive fees.

### 4. REASONS FOR THE OFFER

|                        |                                                              |
|------------------------|--------------------------------------------------------------|
| Reasons for the offer: | See “ <i>Use of Proceeds</i> ” in the Base Offering Circular |
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### 5. Fixed Rate Notes only—YIELD

|                      |                  |
|----------------------|------------------|
| Indication of yield: | 7.300% per annum |
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### 6. SELLING RESTRICTIONS

|                |                              |
|----------------|------------------------------|
| United States: | Cat. 1, TEFRA not applicable |
|----------------|------------------------------|

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|-----------------------------------------------|----------------|
| Prohibition of Sales to EEA Retail Investors: | Not applicable |
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### 7. OPERATIONAL INFORMATION

|        |                            |
|--------|----------------------------|
| CUSIP: | Rule 144A Notes: 03846JAE0 |
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|       |                                  |
|-------|----------------------------------|
| ISIN: | Regulation S Notes: XS2391395154 |
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|  | Rule 144A Notes: US03846JAE01 |
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| Common Code: | Regulation S Notes: 239139515 |
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|  | Rule 144A Notes: 239259588 |
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| Any clearing system(s) other than DTC, Euroclear Bank SA/NV and Clearstream Banking, S.A. and the relevant addresses and identification numbers: | Not Applicable |
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|-----------|--------------------------|
| Delivery: | Delivery against payment |
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|-------------------------------------------------------------|----------------|
| Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |
|-------------------------------------------------------------|----------------|

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|---------------------------------------------------------------------------------|----------------|
| Name and address of Calculation Agent (if any), if different from Fiscal Agent: | Not Applicable |
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### 8. DISTRIBUTION

|                         |            |
|-------------------------|------------|
| Method of Distribution: | Syndicated |
|-------------------------|------------|

If syndicated:

|                        |                                                                                                                                         |
|------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|
| (i) Names of Managers: | Citigroup Global Markets Limited<br>First Abu Dhabi Bank PJSC<br>HSBC Bank plc<br>J.P. Morgan Securities plc<br>Standard Chartered Bank |
|------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|

(ii) Stabilisation Manager(s) if any:

Citigroup Global Markets Limited

If non-syndicated, name of Dealer

Not Applicable