

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.

SIB Sukuk Company III Limited
Issue of U.S.\$500,000,000 Certificates due 2023
under the U.S.\$3,000,000,000
Trust Certificate Issuance Programme

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 Prospectus dated 5 March 2018 which constitutes a base prospectus (the **Base Prospectus**) for the purposes of Directive 2003/71/EC, as amended (the **Prospectus Directive**). This document constitutes the Final Terms of the 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 and Sharjah Islamic Bank PJSC (**SIB**) and the offer of the Certificates is only available on the basis of a combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing during normal business hours at the registered office of the Trustee at P.O. Box 1093, Queensgate House, Grand Cayman, KY1-1102, Cayman Islands and copies may be obtained from the registered office of the Principal Paying Agent at Citibank N.A., London Branch, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom. The Base Prospectus has been published in accordance with Article 14 of the Prospectus Directive on the website of the Central Bank of Ireland (<http://www.centralbank.ie>) and the Dubai Financial Service Authority’s website (<https://www.dfsa.ae/DFSA-Listing-Authority/Approved-Documents>).

1.	Issuer and Trustee:	SIB Sukuk Company III Limited
2.	Service Agent:	Sharjah Islamic Bank PJSC
3.	Series Number:	4
4.	Specified Currency:	U.S. dollars
5.	Aggregate Face Amount of Series:	U.S.\$500,000,000
6.	Issue Price:	100 per cent. of the Aggregate Face Amount
7.	(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
8.	(a) Issue Date:	18 April 2018
	(b) Return Accrual Commencement Date:	Issue Date
9.	Scheduled Dissolution Date:	18 April 2023
10.	Periodic Distribution Amount Basis:	4.231 per cent. Fixed Periodic Distribution Amount
11.	Dissolution Basis:	Dissolution at par
12.	Change of Periodic Distribution Basis:	Not Applicable

13.	Put/Call Options:	Not Applicable
14.	Status:	Unsubordinated
15.	Method of distribution:	Syndicated
16.	Date of Board Approval for issue of Certificates obtained:	12 April 2018 in the case of the Trustee 22 March 2018 in the case of the SIB

PROVISIONS RELATING TO PERIODIC DISTRIBUTIONS PAYABLE

17.	Fixed Periodic Distribution Provisions:	Applicable
	(a) Rate:	4.231 per cent. per annum payable semi annually in arrear
	(b) Periodic Distribution Date(s):	18 April and 18 October in each year, commencing on 18 October 2018 up to and including the Scheduled Dissolution Date
	(c) Fixed Amount(s):	U.S.\$21.155 per Calculation Amount
	(d) Broken Amount(s):	Not Applicable
	(e) Day Count Fraction:	30/360
	(f) Determination Date(s):	Not Applicable
18.	Floating Periodic Distribution Provisions:	Not Applicable

PROVISIONS RELATING TO DISSOLUTION

19.	Optional Dissolution (Call):	Not Applicable
20.	Certificateholder Put Option:	Not Applicable
21.	Final Dissolution Amount:	U.S.\$1,000 per Calculation Amount
22.	Early Dissolution Amount (Tax):	Final Dissolution Amount
23.	Dissolution Amount pursuant to Condition 14 (<i>Dissolution Events</i>):	Final Dissolution Amount

GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

24.	Form of Certificates:	Registered Certificates Global Certificate exchangeable for Certificates in definitive registered form in the limited circumstances specified in the Global Certificate
25.	Additional Financial Centres:	Not applicable

PROVISIONS IN RESPECT OF THE TRUST ASSETS

26.	Assets on the Issue Date:	The Initial Portfolio as scheduled to the Supplemental Purchase Contract specified below
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under the section headed "28. Other Transaction Document Information: (b) Supplemental Purchase Contract".

27. Trust Assets: Condition 4.1 (*The Trust Assets*) applies
- (i) Transaction Account: SIB Sukuk Company III Limited Transaction Account No: 18508429 with Citibank, N.A. London Branch for Series No.4
- (i) Currency: U.S. dollars
28. Other Transaction Document Information:
- (a) Supplemental Trust Deed: Supplemental Trust Deed dated 18 April 2018 between SIB Sukuk Company III Limited, SIB and the Delegate
- (b) Supplemental Purchase Contract: Supplemental Purchase Contract dated 18 April 2018 between SIB Sukuk Company III Limited (as Purchaser) and SIB (as Seller)

RESPONSIBILITY

The Trustee and SIB accepts responsibility for the information contained in these Final Terms.

Signed on behalf of

SIB SUKUK COMPANY III LIMITED

By:
Duly authorised  **John Curran**
Director

Signed on behalf of

SHARJAH ISLAMIC BANK PJSC

By:
Duly authorised

under the section headed "28. Other Transaction Document Information: (b) Supplemental Purchase Contract".

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By:

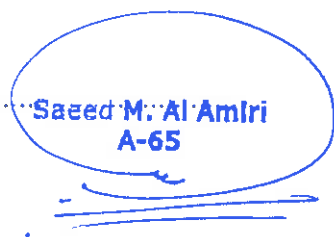
Duly authorised


Signed on behalf of

SHARJAH ISLAMIC BANK PJSC

By:

Duly authorised


Saeed M. Al Amlri
A-65


Anver Jalaldeen
B-64

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing and admission to trading: Application is expected to be made by the Issuer and Trustee (or on its behalf) for the Certificates to be admitted to trading on the Main Securities Market on the Irish Stock Exchange with effect from (or around) 18 April 2018.
- (ii) Estimate of total expenses related to admission to trading: U.S.\$5,000

2. RATINGS

Ratings: Moody's Investors Service Cyprus Ltd (**Moody's**): A3

Moody's is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the **CRA Regulation**).

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

Save for any fees payable to the Joint Lead Managers, so far as each of the Trustee and SIB is aware, no person involved in the issue of the Certificates has an interest material to the offer.

The Joint Lead 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, SIB and its affiliates in the ordinary course of its business for which they may receive fees.

4. PROFIT OR RETURN (Fixed Periodic Distribution Certificates only)

Indication of profit or return: 4.231 per cent.

The profit or return is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future profit or return.

5. OPERATIONAL INFORMATION

- (i) ISIN Code: XS1805543516
- (ii) Common Code: 180554351
- (iii) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment

6. THIRD PARTY INFORMATION

Not applicable