

Final Terms dated 26 May 2016

EI SUKUK COMPANY LTD.
Issue of U.S.\$ 750,000,000 Certificates due 2021
under the U.S.\$2,500,000,000 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 16 May 2016 which constitutes a base prospectus for the purposes of Directive 2003/71/EC, as amended (the "**Prospectus Directive**"). This document contains 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 the offer of the Certificates is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing on the website of the Irish Stock Exchange at *www.ise.ie* and on the Dubai Financial Service Authority's website at *www.dfsa.ae* and 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 the specified office of the Principal Paying Agent at Winchester House, 1 Great Winchester Street, London EC2N 2DB.

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| 1. | Trustee: | EI Sukuk Company Ltd. |
| 2. | Series Number: | 2016-1 |
| 3. | Specified Currency: | U.S.\$ |
| 4. | Aggregate Face Amount of Series: | U.S.\$ 750,000,000 |
| 5. | Issue Price: | 100 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: | 31 May 2016 |
| | (b) Return Accrual Commencement Date: | Issue Date |
| 8. | Maturity Date: | 31 May 2021 |
| 9. | Periodic Distribution Amount Basis: | 3.542 per cent. Fixed Periodic Distribution Amount |
| 10. | Dissolution Basis: | Subject to any purchase and cancellation or early redemption, the Certificates will be redeemed on the Maturity Date at 100 per cent. of their nominal amount |

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| 11. | Change of Periodic Distribution Basis: | Not Applicable |
| 12. | Call/Put Options: | Change of Control Put Option |
| 13. | Status: | Unsubordinated |
| 14. | Date of Board approval for issuance of Certificates obtained: | 25 May 2016 in the case of the Trustee
18 April 2016 in the case of the Obligor |

PROVISIONS RELATING TO PERIODIC DISTRIBUTIONS (IF ANY) PAYABLE

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| 15. | Fixed Periodic Distribution Provisions | Applicable |
| | (a) Rate(s): | 3.542 per cent. per annum payable semi-annually in arrear on each Periodic Distribution Date |
| | (b) Periodic Distribution Date(s): | 30 November and 31 May in each year (commencing 30 November 2016) up to and including the Maturity Date |
| | (c) Fixed Amount(s): | U.S.\$17.71 per Calculation Amount |
| | (d) Broken Amount(s): | Not Applicable |
| | (e) Day Count Fraction: | 30/360 |
| | (f) Determination Date(s): | Not Applicable |
| | (g) Business Day Convention: | Not Applicable |
| | (h) Periodic Distribution Date Adjustment: | Not Applicable |
| | (i) Business Centre(s): | Not Applicable |
| 16. | Floating Periodic Distribution Provisions: | Not Applicable |

PROVISIONS RELATING TO DISSOLUTION

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| 17. | Optional Dissolution (Call) Option: | Not Applicable |
| 18. | Change of Control Put Option: | Applicable |
| | (a) Change of Control Put Option Dissolution Amount | Dissolution at par |
| 19. | Final Dissolution Amount: | U.S.\$ 1,000 per Calculation Amount |
| 20. | Early Dissolution Amount (Tax): | U.S.\$ 1,000 per Calculation Amount |
| 21. | Dissolution Amount pursuant to Condition | U.S.\$ 1,000 per Calculation Amount |

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PROVISIONS RELATING TO OPTIONAL REDEMPTION

22. Optional Redemption (Investor Put) Option: Not Applicable

GENERAL PROVISIONS RELATING TO THE TRUST CERTIFICATES

23. Form of Certificates: Global Certificates exchangeable for Certificates in definitive registered form in the limited circumstances specified in the Global Certificate

24. Additional Financial Centre(s) or other special provisions relating to Payment Dates: Not Applicable

25. Renminbi Currency Event: Not Applicable

Signed on behalf of EI Sukuk Company Ltd.

By: Nishma Sanghvi
Duly authorised

Nishma Sanghvi
Director

Signed on behalf of Emirates Islamic Bank PJSC

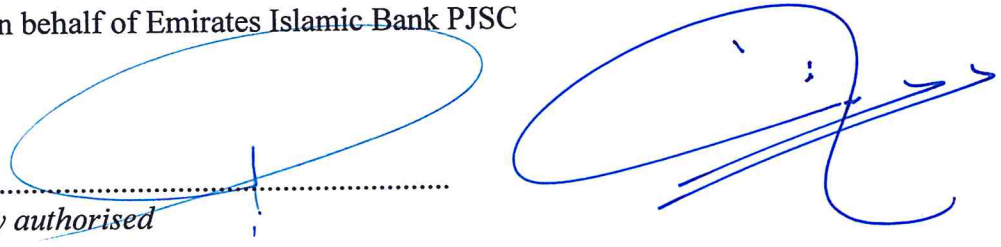
By:
Duly authorised

Signed on behalf of EI Sukuk Company Ltd.

By:
Duly authorised

Signed on behalf of Emirates Islamic Bank PJSC

By:
Duly authorised



PART B – OTHER INFORMATION

1. ADMISSION TO TRADING

- (a) Admission to trading: Application has been made by the Trustee (or on its behalf) for the Certificates to be admitted to trading on the Main Securities Market of the Irish Stock Exchange and NASDAQ Dubai and, listing on the Official List of the Irish Stock Exchange and the DFSA Official List maintained by the Dubai Financial Services Authority with effect on or before 1 June 2016.
- (b) Estimate of total expenses related to admission to trading: Main Securities Market of the Irish Stock Exchange: €600.00
NASDAQ Dubai: U.S.\$2,000.00

2. RATINGS

The Certificates to be issued are expected to be rated:
Fitch: A+

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 the Obligor are 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, the Trustee and, the Obligor and each of their respective affiliates in the ordinary course of business.

4. **YIELD** 3.542 per cent. per annum

5. OPERATIONAL INFORMATION

- (a) ISIN Code: XS1418855455
- (b) Common Code: 141885545
- (c) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme* 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