

FINAL TERMS

Final Terms dated 24 October 2016

THE KINGDOM OF SAUDI ARABIA
acting through THE MINISTRY OF FINANCE

Issue of U.S.\$6,500,000,000 4.500 per cent. Notes due 2046
under the
Global Medium Term Note 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 10 October 2016 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 relating to the issue of Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus.

The Base Prospectus is available for viewing in accordance with Article 14 of the Prospectus Directive on the website of the Irish Stock Exchange (www.ise.ie) and during normal business hours at the office of the Fiscal Agent at 8 Canada Square, London, E14 5HQ, United Kingdom.

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|----|--|---|
| 1. | (i) Series Number: | 3 |
| | (ii) Tranche Number: | 1 |
| | (iii) Date on which the Notes become fungible: | Not Applicable |
| 2. | Specified Currency or Currencies: | U.S. dollars |
| 3. | Aggregate Nominal Amount: | U.S.\$6,500,000,000 |
| 4. | Issue Price: | 98.015 per cent. 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: | 26 October 2016 |
| | (ii) Interest Commencement Date: | Issue Date |
| 6. | Maturity Date: | 26 October 2046 |
| 7. | Interest Basis: | 4.500 per cent. Fixed Rate |
| 8. | Redemption/Payment Basis: | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount. |

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| 9. | Change of Interest or Redemption/Payment Basis: | Not Applicable |
| 10. | Put/Call Options: | Not Applicable |
| 11. | Date approval for issuance of Notes obtained: | 2 May 2016 |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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|-----|------------------------------------|--|
| 12. | Fixed Rate Note Provisions | Applicable |
| | (i) Rate of Interest: | 4.500 per cent. <i>per annum</i> payable semi-annually in arrear |
| | (ii) Interest Payment Date(s): | 26 April and 26 October in each year, up to and including the Maturity Date |
| | (iii) First Interest Payment Date: | 26 April 2017 |
| | (iv) Fixed Coupon Amount: | U.S.\$22.50 per Calculation Amount |
| | (v) Broken Amount(s): | Not Applicable |
| | (vi) Day Count Fraction: | 30/360, based on the following calculation:
$\frac{[360 \times (Y_2 - Y_1)] + [30 \times (M_2 - M_1)] + (D_2 - D_1)}{360}$ (as each such term in the above calculation is defined in paragraph (e) of the definition of "Day Count Fraction" set forth in the Conditions) |
| | (vii) Determination Dates | Not Applicable |
| 13. | Floating Rate Note Provisions | Not Applicable |
| 14. | Zero Coupon Note Provisions | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 15. | Call Option | Not Applicable |
| 16. | Put Option | Not Applicable |
| 17. | Final Redemption Amount of each Note | 100 per cent. of their nominal amount |
| 18. | Early Redemption Amount of each Note payable on an event of default | 100 per cent. of their nominal amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 19. | Form of Notes: | Registered Notes:

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

Restricted Global Certificate 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 |

Signed on behalf of
THE KINGDOM OF SAUDI ARABIA
acting through **THE MINISTRY OF FINANCE**

By: 

Duly Authorised

PART B—OTHER INFORMATION

1. LISTING

- (i) Listing: Irish 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 Securities Market of the Irish Stock Exchange with effect from 26 October 2016.
- (ii) Estimate of total expenses related to admission to trading: €600

2. RATINGS

Ratings:

The Notes to be issued have been rated:

Moody's: A1 (Stable)

Fitch: AA- (Negative)

Each of Moody's Deutschland GmbH ("**Moody's**") and Fitch Ratings Limited ("**Fitch**") is established in the EEA and registered under Regulation (EU) No 1060/2009, as amended (the "**CRA Regulation**"). Each of Moody's and Fitch appear on the latest update of the list of registered credit rating agencies (as of 1 December 2015) on the ESMA website:

<https://www.esma.europa.eu/supervision/credit-rating-agencies/risk>

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. YIELD

Indication of yield: 4.623 per cent. *per annum*

5. U.S. SELLING RESTRICTIONS

TEFRA rules not applicable

6. OPERATIONAL INFORMATION

CUSIP:	80413TAC3 (Restricted)
ISIN:	XS1508675508 (Unrestricted)
	US80413TAC36 (Restricted)
Common Code:	150867550 (Unrestricted)
	150891841 (Restricted)
Any clearing system(s) other than DTC, Euroclear and Clearstream, Luxembourg (and the relevant addresses and identification numbers):	Not Applicable
Delivery:	Delivery free of payment
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
Name and address of Calculation Agent (if any), if different from Fiscal Agent:	Not Applicable

7. THIRD PARTY INFORMATION

Not Applicable