

**Final Terms dated 6 March 2018**

**QNB Finance Ltd**

Issue of CNY 750,000,000 Fixed Rate Notes due 8 March 2021

Guaranteed by **Qatar National Bank (Q.P.S.C.)**  
under the **U.S.\$17,500,000,000**

**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 Prospectus dated 2 November 2017 which constitutes a base prospectus (the "**Prospectus**") for the purposes of Directive 2003/71/EC, as amended (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus as so supplemented. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus. The Prospectus is available for viewing at the market news section of the London Stock Exchange website ([www.londonstockexchange.com/exchange/news/market-news/market-news-home.html](http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html)) and during normal business hours at the registered offices of the Issuer at c/o Maples Corporate Services Limited, P.O. Box 309, Uglund House, Grand Cayman, KY1-1104, Cayman Islands and copies may be obtained from the registered offices of the Fiscal Agent at One Canada Square, London, E14 5AL, United Kingdom.

- |          |  |  |
|----------|--|--|
| <b>1</b> | (a) Issuer:                              | QNB Finance Ltd  |
|          | (b) Guarantor:                           | Qatar National Bank (Q.P.S.C.)   |
| <b>2</b> | (a) Series Number:                       | 168  |
|          | (b) Tranche Number:                      | Not Applicable   |
| <b>3</b> | <b>Specified Currency or Currencies:</b> | Renminbi ("CNY")<br><br>* Purchasers of the CDs should note that the Renminbi is not a freely convertible currency. All payments in respect of the CDs will be made solely by transfer to a Renminbi bank account maintained in Hong Kong in accordance with prevailing rules and regulations. The Issuer cannot be required to make payment by any other means (including in currency or by transfer to a bank account in the PRC). In addition, there can be no assurance that access to Renminbi funds for the purposes of making payments on the CDs or generally may not remain or become restricted. |
| <b>4</b> | <b>Aggregate Nominal Amount of</b>       |  |

**Notes:**

|           |     |   |  |
|-----------|-----|---|--|
|           | (a) | Series:   | CNY 750,000,000  |
|           | (b) | Tranche:  | CNY 750,000,000  |
| <b>5</b>  |     | <b>Issue Price:</b>   | 100 per cent. of the Aggregate Nominal Amount                                |
| <b>6</b>  | (a) | Specified Denominations:                                    | CNY 1,000,000  |
|           | (b) | Calculation Amount:   | CNY 1,000  |
| <b>7</b>  | (a) | Issue Date:   | 8 March 2018   |
|           | (b) | Interest Commencement Date:                                 | 8 March 2018   |
| <b>8</b>  |     | <b>Maturity Date:</b>                                       | 8 March 2021   |
| <b>9</b>  |     | <b>Interest Basis:</b>                                      | 5.10 per cent per annum. Fixed Rate<br>(further particulars specified below) |
| <b>10</b> |     | <b>Redemption/Payment Basis:</b>                            | Redemption at par  |
| <b>11</b> |     | <b>Change of Interest or Redemption/<br/>Payment Basis:</b> | Not Applicable   |
| <b>12</b> |     | <b>Put/Call Options:</b>                                    | Not Applicable   |
| <b>13</b> | (a) | Status of the Notes:  | Senior   |
|           | (b) | Status of the Guarantee:                                    | Senior   |

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

|           |     |  |  |
|-----------|-----|--|--|
| <b>14</b> |     | <b>Fixed Rate Note Provisions:</b>   | Applicable   |
|           | (a) | Rate[(s)] of Interest:   | 5.10 per cent. per annum payable annually in arrears   |
|           | (b) | Interest Payment Date(s):  | The first Coupon Payment Date is 8 March 2019. The subsequent coupon payment dates are on 8 <sup>th</sup> of March of each year with the Final Coupon Payment Date falls on the Maturity Date, subject to adjustment and in accordance with the Modified Following Business Day Convention |
|           | (c) | Fixed Coupon Amount[(s)]:  | Not Applicable   |
|           | (d) | Broken Amount(s):  | Not Applicable   |
|           | (e) | Day Count Fraction:  | Actual/365 (Fixed), adjusted   |
|           | (f) | Determination Dates:   | Not Applicable   |
|           | (g) | Other terms relating to the method of calculating interest for Fixed Rate Notes: | Not Applicable   |
| <b>15</b> |     | <b>Floating Rate Note Provisions:</b>  | Not Applicable   |

## PART B – OTHER INFORMATION

### 1 Listing

- |     |   |   |
|-----|---|---|
| (a) | Listing:  | London  |
| (b) | Admission to trading:                                       | Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's Regulated Market with effect from 9 March 2018 |
| (c) | Estimate of total expenses related to admission to trading: | GBP 2,700   |

### 2 Ratings

- |          |   |
|----------|---|
| Ratings: | The Notes to be issued have been rated:<br>Moody's: Aa3 |
|----------|---|

### 3 Interests of Natural and Legal Persons Involved in the Issue

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the issue.

### 4 Reasons for the Offer, Estimated Net Proceeds and Total Expenses

- |     |                           |                          |
|-----|---------------------------|--------------------------|
| (a) | Reasons for the offer:    | General business purpose |
| (b) | Estimated net proceeds:   | CNY 750,000,000          |
| (c) | Estimated total expenses: | Not Applicable           |

### 5 Operational Information

|       |              |
|-------|--------------|
| ISIN: | XS1787971586 |
|-------|--------------|

|              |           |
|--------------|-----------|
| Common Code: | 178797158 |
|--------------|-----------|

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

Delivery:

Delivery against payment

Names and addresses of initial Paying Agent(s):

The Bank of New York Mellon, acting through its London Branch  
One Canada Square  
London E14 5AL  
United Kingdom

Names and addresses of additional Paying Agent(s) (if any):

Not Applicable

**6 DISTRIBUTION**

- |     |                                    |  |
|-----|------------------------------------|--|
| (a) | Method of distribution:            | Non-syndicated                           |
| (b) | If syndicated, names of Managers:  | Not Applicable                           |
| (c) | Stabilising Manager(s) (if any):   | Not Applicable                           |
| (d) | If non-syndicated, name of Dealer: | Standard Chartered Bank                  |
| (e) | U.S. Selling Restrictions:         | Reg. S Compliance Category 2;<br>TEFRA D |



**16 Zero Coupon Note Provisions:** Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

**17 Call Option:** Not Applicable

**18 Put Option:** Not Applicable

**19 Change of Control Put:** Not Applicable

**20 Final Redemption Amount of each Note:** CNY 1,000 per Calculation Amount

**21 Early Redemption Amount:** Applicable

Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):

As per the Conditions

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

**22 Form of Notes:** Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note.

**23 Financial Centre(s) or other special provisions relating to payment dates:**

London, New York, Singapore and Hong Kong

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

No


**25 Consolidation provisions:** Not Applicable

Signed on behalf of QNB Finance Ltd:

By:   
Duly authorised



Signed on behalf of Qatar National Bank (Q.P.S.C.):

By:   
Duly authorised  
**A - 6498 - Kamal Wahidi**

