

2 December 2013

Ooredoo Tamweel Limited
Issue of U.S.\$1,250,000,000 Trust Certificates due 2018
under the U.S.\$2,000,000,000

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 22 November 2013, which constitutes a base prospectus (the "**Base Prospectus**") for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**") as amended (which includes the amendments made by Directive 2010/73/EU to the extent that such amendments have been implemented in a relevant Member State). This document constitutes the Final Terms relating to the issue of Certificates described herein for the purposes of Article 5.4 of the Prospectus Directive. These Final Terms contain the final terms of the Certificates and must be read in conjunction with the Base Prospectus.

Full information on the Trustee, Ooredoo and the Certificates described herein is only available on the basis of a combination of these Final Terms and the Base Prospectus. These Final Terms and the Base Prospectus is available for viewing in accordance with Article 14 of the Prospectus Directive on the website of the Central Bank of Ireland (<http://www.centralbank.ie>) and during normal business hours at the registered offices of the Trustee at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, Grand Cayman KY1-1104, Cayman Islands and the Principal Paying Agent at Winchester House, 1 Great Winchester Street, London EC2N 2DB, United Kingdom.

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| 1. | (i) Trustee: | Ooredoo Tamweel Limited |
| | (ii) Obligor: | Ooredoo Q.S.C. |
| 2. | Series Number: | 1 |
| 3. | Specified Currency: | U.S. dollars |
| 4. | Aggregate Face Amount of Series: | U.S.\$1,250,000,000 |
| 5. | Issue Price: | 100 per cent. of the Aggregate Face Amount |
| 6. | (i) Specified Denominations: | U.S.\$200,000 and integral multiples of U.S.\$1,000 thereafter |
| | (ii) Calculation Amount: | U.S.\$1,000 |
| 7. | Issue Date: | 3 December 2013 |
| 8. | (i) Return Accrual Commencement Date: | Issue Date |
| | (ii) Scheduled Dissolution Date: | 3 December 2018 |
| 9. | Periodic Distribution Amount Basis: | 3.039 per cent. Fixed Periodic Distribution Amount |
| 10. | Dissolution Basis: | Dissolution at par |
| 11. | Change of Periodic Distribution Basis: | Not Applicable |
| 12. | Call Option: | Not Applicable |
| 13. | Date approval for issuance of Certificates obtained: | 21 November 2013 in the case of the Trustee |

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PROVISIONS RELATING TO PERIODIC DISTRIBUTION

14. Fixed Periodic Distribution Provisions: Applicable
- (i) Rate: 3.039 per cent. per annum payable semi-annually in arrear
 - (ii) Periodic Distribution Date(s): 3 June and 3 December in each year up to and including the Scheduled Dissolution Date
 - (iii) Fixed Amount; U.S.\$15.195 per Calculation Amount
 - (iv) Broken Amount(s): Not Applicable
 - (v) Day Count Fraction: 30/360
 - (vi) Determination Date(s): Not Applicable
15. Floating Periodic Distribution Provisions: Not Applicable

PROVISIONS RELATING TO DISSOLUTION


16. Optional Dissolution Right: Not Applicable
17. Change of Control Put Option: Applicable
18. Final Dissolution Amount of each Certificate: U.S.\$1,000 per Calculation Amount
19. Early Dissolution Amount (Tax) of each Certificate (following early dissolution for tax reasons): Final Dissolution Amount

GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES


20. Form of Certificates: Registered Certificates
- Global Certificate exchangeable for Certificates in definitive registered form in the limited circumstances specified in the Global Certificate.
21. Additional Financial Centre(s) relating to payment: Not applicable

The Trustee and the Obligor accept responsibility for the information contained in these Final Terms.

SIGNED on behalf of
OOREDOO TAMWEEL LIMITED

By: 
Duly authorised

SIGNED on behalf of
OOREDOO Q.S.C.

By: 
Duly authorised

By: 
Duly authorised



PART B: OTHER INFORMATION

LISTING AND ADMISSION TO TRADING

Listing and admission to trading:	Application has been made to the Irish Stock Exchange for the Certificates to be admitted to the Official List and trading on its regulated market with effect from 3 December 2013.
Estimate of total expenses related to admission to trading:	€4,940

RATINGS

Ratings:	The Certificates to be issued have been rated: Fitch: A+ Moody's: A2 S&P: A Fitch Ratings Ltd. is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended). Moody's Investors Service Ltd. is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended). Standard & Poor's Credit Market Services Europe Limited is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended).
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INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealers, so far as the Trustee and Ooredoo are aware, no person involved in the offer of the Certificates has an interest material to the offer. The Dealers 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, Ooredoo and its affiliates in the ordinary course of business for which they may receive fees.

OPERATIONAL INFORMATION

(i)	ISIN Code:	XS0999501538
(ii)	Common Code:	099950153
(iii)	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
(iv)	Delivery:	Delivery against payment

THIRD PARTY INFORMATION

Not applicable.