

## FINAL TERMS

**UK MiFIR 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 Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (“**COBS**”), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**UK MiFIR**”); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate.. Any person subsequently offering, selling or recommending the Notes (a “**distributor**”) should take into consideration the manufacturers’ target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the “**UK MiFIR Product Governance Rules**”) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

**Notification under Section 309B(1)(c) of the Securities and Futures Act 2001** – In connection with Section 309B of the Securities and Futures Act 2001 of Singapore, as modified or amended from time to time (the “**SFA**”), and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the “**CMP Regulations 2018**”), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A(1) of the SFA), that the Notes are ‘prescribed capital markets products’ (as defined in the CMP Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

8 March 2024

**Legal entity identifier (LEI): 549300C2SXK7TLB4RX62**

**Doha Finance Limited**

**Issue of U.S.\$500,000,000 5.250 per cent. Notes due 12 March 2029**

**guaranteed by Doha Bank Q.P.S.C.**

**under the U.S.\$2,000,000,000**

**Euro 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 (the “**Conditions**”) set forth in the Base Prospectus dated 22 February 2024 which constitutes a base prospectus for the purposes of the Prospectus Regulation (the “**Base Prospectus**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the Prospectus Regulation and must be read in conjunction with the Base Prospectus. 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 Base Prospectus. The Base Prospectus and (in the case of Notes listed and admitted to trading on the regulated market of the London Stock Exchange) the applicable Final Terms will also be published on the website of the London Stock Exchange ([www.londonstockexchange.com](http://www.londonstockexchange.com)).

1	(a) Issuer:	Doha Finance Limited
	(b) Guarantor	Doha Bank Q.P.S.C.
2	(a) Series Number:	2024-1

	(b) Tranche Number:	1
	(c) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3	Specified Currency or Currencies:	U.S. Dollar (“USD”)
4	Aggregate Nominal Amount:	
	(a) Series:	USD 500,000,000
	(b) Tranche:	USD 500,000,000
5	Issue Price:	99.195 per cent. of the Aggregate Nominal Amount
6	(a) Specified Denomination(s):	USD 200,000 and integral multiples of USD 1,000 in excess thereof
	(b) Calculation Amount (in relation to calculation of interest in global form see Conditions):	USD 1,000
7	(a) Issue Date:	12 March 2024
	(b) Interest Commencement Date:	Issue Date
8	Maturity Date:	12 March 2029
9	Interest Basis:	5.250 per cent. Fixed Rate (see paragraph 15 below)
10	Redemption 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
11	Change of Interest Basis:	Not Applicable
12	Put/Call Options:	Not Applicable
13	(a) Status of the Notes:	Senior
	(b) Status of the Guarantee:	Senior
	(c) Date Board approval for issuance of Notes and Guarantee obtained:	21 February 2024 and 21 December 2023, respectively
	(d) Date shareholder approval for issuance of Notes and Guarantee obtained:	15 March 2021
14	Method of distribution:	Syndicated

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

15	Fixed Rate Note Provisions	Applicable
	(a) Rate(s) of Interest:	5.250 per cent. per annum payable in arrear on each Interest Payment Date
	(b) Interest Payment Date(s):	12 March and 12 September in each year up to and including the Maturity Date, commencing 12 September 2024
	(c) Fixed Coupon Amount(s) for Notes in definitive form (and in	USD 26.250 per Calculation Amount

	relation to Notes in global form see Conditions):	
(d)	Broken Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions):	Not Applicable
(e)	Day Count Fraction:	30/360
(f)	Determination Date(s):	Not Applicable
(g)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	None
16	Floating Rate Note Provisions	Not Applicable
17	Zero Coupon Note Provisions	Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

18	Notice periods for Condition 7.2 ( <i>Redemption for tax reasons</i> )	Minimum period: 30 days Maximum period: 60 days
19	Issuer Call:	Not Applicable
20	Investor Put:	Not Applicable
21	Final Redemption Amount:	USD 1,000 per Calculation Amount
22	Early Redemption Amount payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 7.5):	USD 1,000 per Calculation Amount

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

23	Form of Notes:	
	(a) Form:	<b>Registered Notes:</b> Registered Global Note registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg exchangeable for definitive Registered Notes only upon the occurrence of an Exchange Event.
	(b) New Global Note:	No
24	Financial Centre(s):	Not Applicable
25	Talons for future Coupons or Receipts to be attached to definitive Bearer Notes:	No
26	Prohibition of Sales to EEA and UK Retail Investors:	Not Applicable

Signed on behalf of Doha Finance Limited:

By:  \_\_\_\_\_

Duly authorised

Signed on behalf of Doha Bank Q.P.S.C.:

By:  \_\_\_\_\_

Duly authorised

## PART B — OTHER INFORMATION

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### LISTING AND ADMISSION TO TRADING

- (i) Listing and Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange – Main Market with effect from or around 12 March 2024.

Estimate of total expenses related to admission to trading: GBP 6,050.00

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### RATINGS

Ratings: The Notes to be issued are expected to be rated:

Baa1 by Moody's

A- by Fitch

(Include brief explanation of rating if available)

Moody's Investors Service Cyprus Ltd ("**Moody's**") is established in the European Union and is registered under Regulation (EC) No 1060/2009 (the "**CRA Regulation**").

Fitch Ratings Ltd ("**Fitch**") is not established in the European Union and has not applied for registration under Regulation (EC) No 1060/2009 (the "**CRA Regulation**") but the rating issued by it is endorsed by Fitch Ratings Ireland Limited which is established in the European Union and is registered under the CRA Regulation.

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### INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

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

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### USE OF PROCEEDS, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Use of proceeds: General corporate purposes

(ii) Estimated net proceeds: USD 494,925,000

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### YIELD (Fixed Rate Notes only)

Indication of yield: 5.436 per cent.

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

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### OPERATIONAL INFORMATION

(i) ISIN: XS2776001880

(i) Common Code: 277600188

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|---|---|
| (ii) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | Not Applicable  |
| (iii) Delivery:   | Delivery against payment  |
| (iv) Names and addresses of additional Paying Agent(s) (if any):  | Citibank N.A., London Branch<br>Citigroup Centre<br>Canada Square<br>Canary Wharf<br>London E14 5LB<br>United Kingdom |

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**DISTRIBUTION**

- |   |   |
|---|---|
| (i) Method of distribution:                     | Syndicated  |
| (ii) If syndicated, names of Managers:          | Barclays Bank PLC, Emirates NBD Bank PJSC, HSBC Bank plc, J.P. Morgan Securities plc, Mizuho International plc, QNB Capital LLC and Standard Chartered Bank |
| (iii) Date of Subscription Agreement:           | 8 March 2024  |
| (iv) Stabilisation Manager(s) (if any):         | Not Applicable  |
| (v) If non-syndicated, name of relevant Dealer: | Not Applicable  |
| (vi) U.S. Selling Restrictions:                 | Reg. S Compliance Category 2; TEFRA not applicable  |

