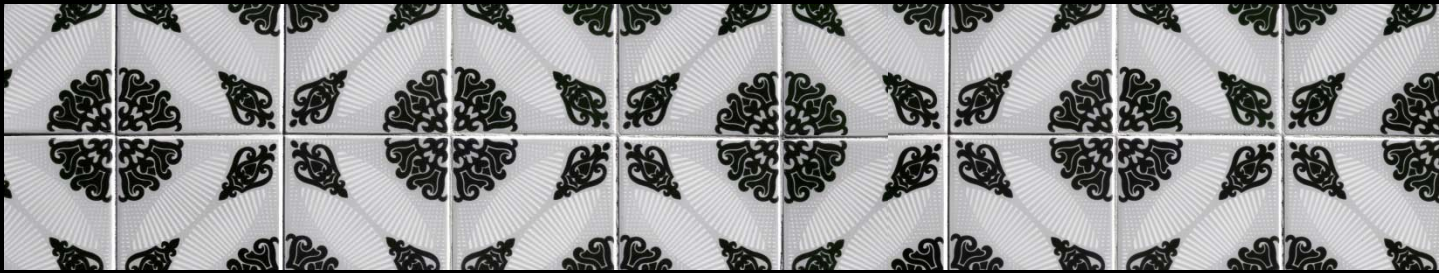
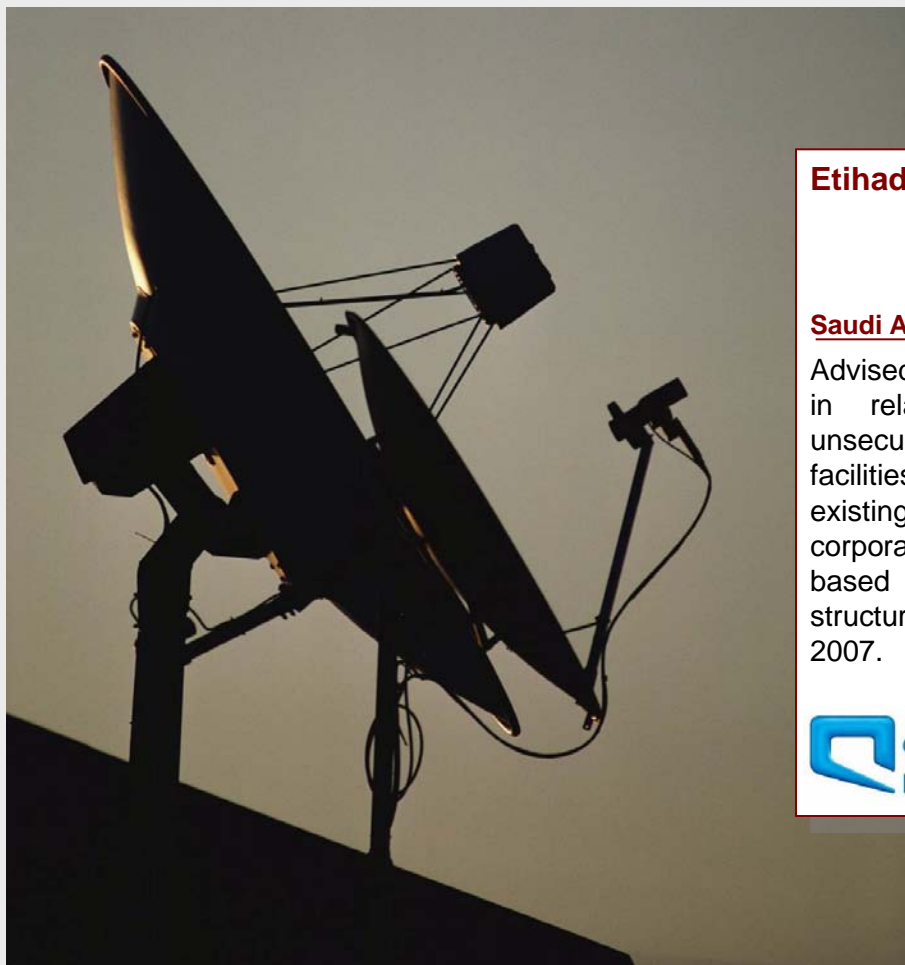


Case Study – Mobily Refinancing



12 November 2012

Mobily – SAR 10 billion Airtime Facilities and Murabaha Facilities



Etihad Etisalat Company (Mobily)

Saudi Arabia

March 2012

Advised Etihad Etisalat Company (Mobily) in relation to SAR 10,000,000,000 unsecured airtime sale and murabaha facilities to be used to refinance its existing indebtedness and for general corporate purposes. The transaction was based on the innovative airtime sale structure previously used by Mobily in 2007.



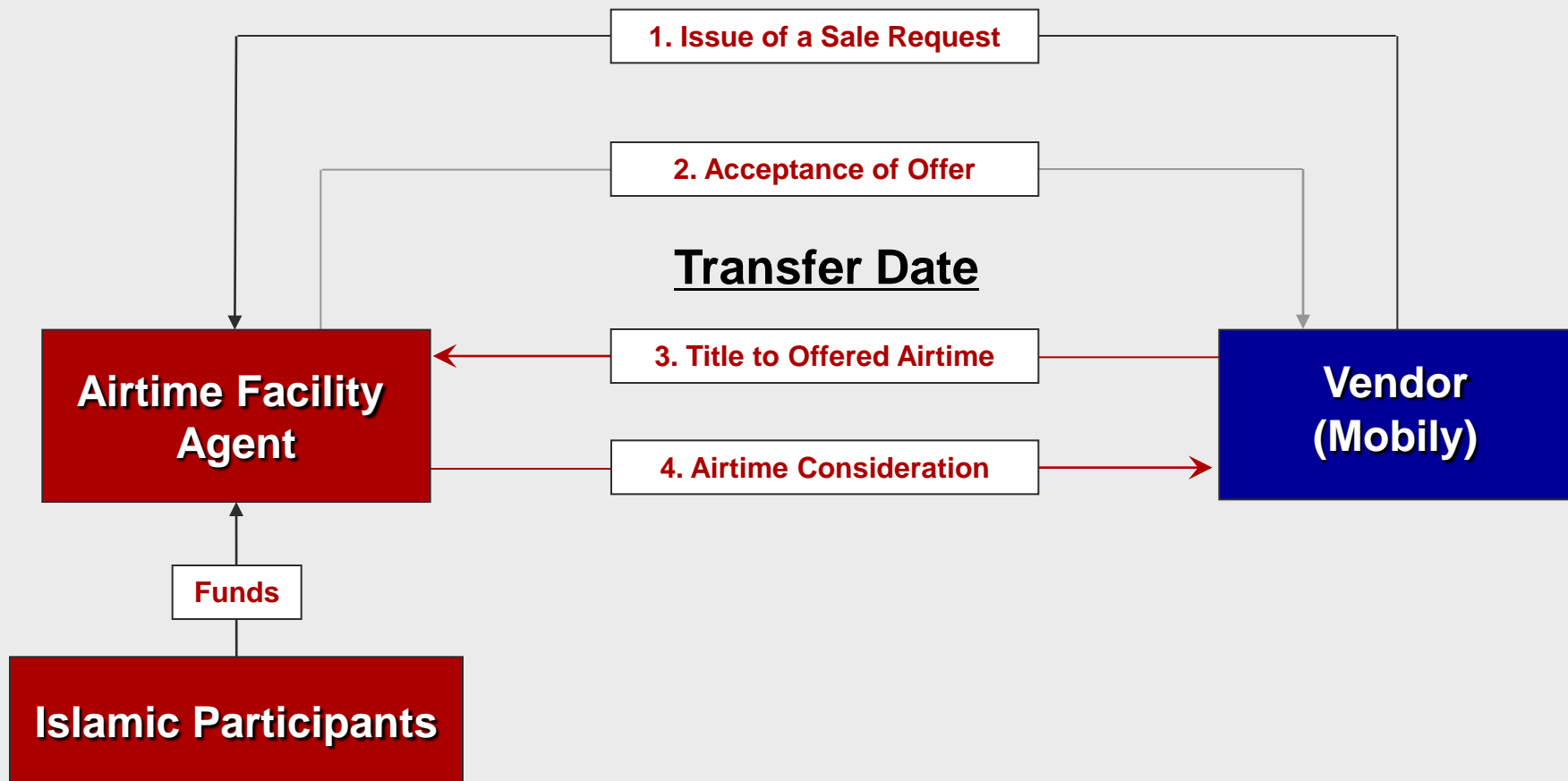
SAR 10,000,000,000



Master Sale and Purchase Agreement – Sale Request and Transfer of Airtime

- **Mobily sells to the Airtime Facility Agent all of its interest, rights, benefits and entitlements in and to airtime minutes in consideration of the payment by the Airtime Facility Agent of the Purchase Price.**
- **Airtime Minutes represent an entitlement to a specified number of minutes of airtime on Mobily's mobile telecommunications network and are purchased for the specified cost price per minute.**
- **Airtime Minutes are not capable of being redeemed unless sold by a duly licensed provider of telecommunications services pursuant to the Distribution and Support Agreement.**

Master Sale and Purchase Agreement – Sale Request and Transfer of Airtime

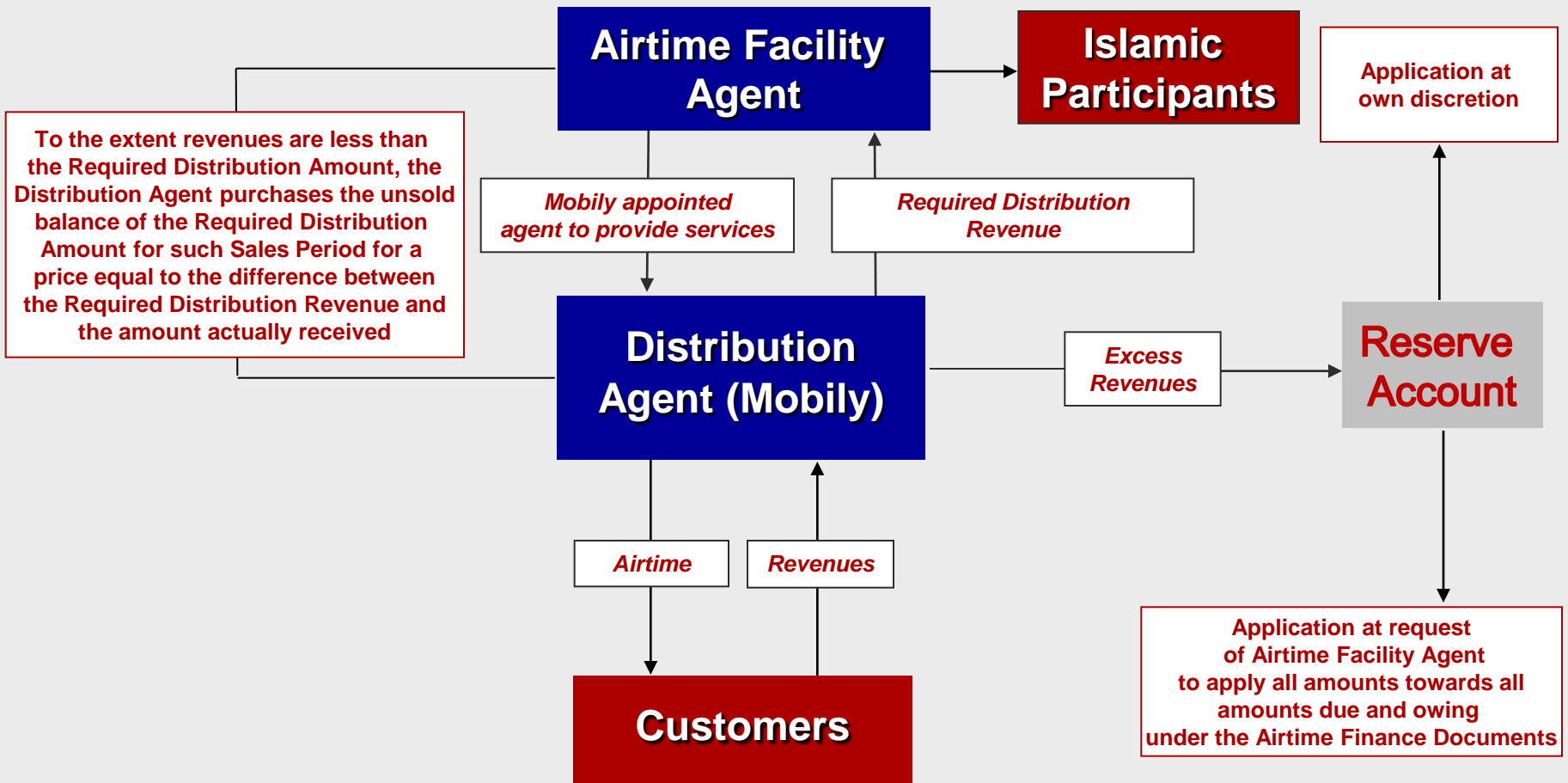




Distribution and Support Agreement – Sales of Airtime in a Sales Period

- Mobily is appointed to act as the distribution agent to sell the Airtime Minutes to its customers.
- Mobily must ensure at all times that the revenues generated from the sale of such Airtime Minutes is at least sufficient to cover the payments to be made to the financiers under the facility. *Note: tranches were structured both with bullet repayment and amortizing repayment.*
- A failure on the part of Mobily to generate sufficient revenues is compensated by way of liquidated damages from Mobily to the financiers.
- Any excess revenues generated are retained by Mobily by way of a book-entry reserve account which Mobily is permitted to utilize at its discretion (subject to an obligation to repay such amounts in the event of any shortfall in payments due to the financiers).

Distribution and Support Agreement – Sales of Airtime in a Sales Period





Sale and Purchase Undertakings

- Pursuant to a Sale Undertaking, Mobily is granted the right to repurchase the Airtime Minutes should it wish to prepay the facility prior to a scheduled maturity date.
- Similarly, the financiers are granted the right pursuant to a Purchase Undertaking to require Mobily to repurchase the Airtime Minutes following an event of default which is continuing or to repurchase any unsold Airtime Minutes on a scheduled maturity date.

Application in Sukuk

