SUPPLEMENT DATED 9 January 2019

TO THE BASE PROSPECTUS DATED 7 SEPTEMBER 2018



THE KINGDOM OF SAUDI ARABIA

acting through the Ministry of Finance

Global Medium Term Note Programme

This supplement (the **Supplement**) comprises a supplement for The Kingdom of Saudi Arabia (the **Issuer**, the **Kingdom**, **Saudi Arabia** or the **Government**) to the base prospectus dated 7 September 2018 (the **Base Prospectus**). The Base Prospectus is a base prospectus prepared in connection with the Global Medium Term Note Programme (the **Programme**) established by the Issuer and comprises a base prospectus for the purpose of Article 5.4 of the Prospectus Directive. This Supplement constitutes a supplement for the purpose of the Prospectus Directive. When used in this Supplement, **Prospectus Directive** means Directive 2003/71/EC (as amended, including by Directive 2010/73/EU), and includes any relevant implementing measure in a relevant Member State of the European Economic Area.

Terms defined in the Base Prospectus have the same meaning when used in this Supplement. This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and any other supplements to the Base Prospectus issued by the Issuer.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplement has been approved by the Central Bank of Ireland (the **Central Bank**) as competent authority under the Prospectus Directive. The Central Bank only approves this Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive.

This Supplement is being prepared for the purposes of providing an update on recent developments, including certain quarterly 2018 macroeconomic data and developments, and effecting certain other amendments to the Base Prospectus. Prospective investors should also read the detailed information set out in the Base Prospectus prior to making any investment decision and particularly the "Risk Factors" in the Base Prospectus.

Recent Developments

The following developments have taken place since 7 September 2018, the date of the Base Prospectus (where applicable, the page(s) on which the primary original disclosure in respect of the relevant item appeared in the Base Prospectus has been indicated in brackets):

Recent Developments to "Overview of Saudi Arabia –Government and Political System –Council of Ministers (majlis al-wuzara)" (The following language is hereby included at the end of the section entitled "Overview of Saudi Arabia –Government and Political System –Council of Ministers (majlis al-wuzara)" starting on page 95 of the Base Prospectus)

On 27 December 2018, a Royal Order was issued to reform the Council of Ministers. As a result, the Council of Ministers now includes the following members: the Prime Minister, the Deputy Prime Minister, twenty-one ministers with portfolios and eleven state ministers.

Recent Developments to "Overview of Saudi Arabia –Government and Political System –Council for Political and Security Affairs" (The following language is hereby included at the end of the section entitled "Overview of Saudi Arabia –Government and Political System –Council for Political and Security Affairs" starting on page 96 of the Base Prospectus)

On 27 December 2018, a Royal Order was issued to reform the Council for Political and Security Affairs. As a result, the Council for Political and Security Affairs now includes the following members: HRH the Crown Prince (Chairman), the Minister of Interior, the Minister of Media, the Minister of Foreign Affairs, four state ministers, the Head of the Presidency of National Security, the Counsel of the National Security Center and the Chief of General Intelligence.

Recent Developments to "Overview of Saudi Arabia –Government and Political System –Council for Economic and Development Affairs" (The following language is hereby included at the end of the section entitled "Overview of Saudi Arabia –Government and Political System –Council for Economic and Development Affairs" starting on page 96 of the Base Prospectus)

On 27 December 2018, a Royal Order was issued to reform the Council for Economic and Development Affairs. As a result, the Council for Economic and Development Affairs now includes the following members: HRH the Crown Prince (Chairman), the Minister of Culture, the Minister of Justice, the Minister of Health, the Minister of Commerce and Investment, the Minister of Municipal and Rural Affairs, the Minister of Environment, Water & Agriculture, the Minister of Energy, Industry and Mineral Resources, the Minister of Housing, the Minister of Civil Service, the Minister of Labour and Social Development, the Minister of Hajj and Umrah, the Minister of Finance, the Minister of Economy and Planning, the Minister of Transportation, the Minister of Foreign Affairs, the Minister of Communication and Information Technology, the Minister of Media, the Minister of Education, the Head of Bureau of Experts, the Chairman of National Content Authority, the Chairman of the Saudi Commission for Tourism and National Heritage, the Secretary of the Finance Committee of the Royal Court and three state ministers.

Recent Developments to "Economy of Saudi Arabia Gross Domestic Product" (The following language is hereby included at the end of the section entitled "Economy of Saudi Arabia Gross Domestic Product" starting on pages 123 of the Base Prospectus)

Based on preliminary figures, Saudi Arabia's real GDP (based on constant 2010 prices) was SAR 653.7 billion (U.S.\$174.3 billion) in the three month period ended 30 September 2018, representing an increase of 2.5 per cent. in real terms as compared to real GDP of SAR 638.0 billion (U.S.\$170.1 billion) in the three month period ended 30 September 2017. Saudi Arabia's nominal GDP was SAR 736.1 billion (U.S.\$196.3 billion) in the three month period ended 30 September 2018, representing an increase of 14.7 per cent. in nominal terms as compared to nominal GDP of SAR 641.7 billion (U.S.\$171.1 billion) in the three month period ended 30 September 2017. This growth was partly attributable to an increase in crude

oil prices as well as a 44.1 per cent. increase in mining and quarrying and a 35.6 per cent. increase in petroleum refining compared to the previous period.

Based on preliminary figures, the non-oil sector grew by 2.1 per cent. in real terms in the three month period ended 30 September 2018 to reach SAR 359.9 billion (U.S.\$96.0 billion) and grew by 4.4 per cent. in nominal terms in the same period to reach SAR 479.4 billion (U.S.\$127.8 billion) compared to the same period in 2017. Within the non-oil sector, the private sector grew by 2.0 per cent. in real terms in the three month period ended 30 September 2018 to reach SAR 261.1 billion (U.S.\$69.6 billion) and grew by 4.3 per cent. in nominal terms in the same period to reach SAR 328.0 billion (U.S.\$87.5 billion) compared to the same period in 2017. Growth in the non-oil sector was driven by growth in both the private and the government sectors.

The following table sets forth the contribution by economic activity to Saudi Arabia's real GDP, at constant 2010 prices, for each of the three month periods ended 30 September 2018 and 2017, respectively.

	Three months ended 30 September							
_		2018(1)		2017				
_	Amount	Contribution (%)	Growth (%)	Amount	Contribution (%)	Growth (%)		
-		(SAR 1	millions, exc	ept percentages)				
Mining and quarrying	265,919	40.7	4.2	255,225	40.0	(4.8)		
Oil and gas (excluding oil refining)	263,346	40.3	4.2	252,666	39.6	(4.8)		
Other mining and quarrying	2,573	0.4	0.5	2,560	0.4	4.3		
Government services	79,445	12.2	1.6	78,176	12.3	2.4		
Manufacturing	79,914	12.2	1.7	78,607	12.3	2.7		
Oil refining	24,466	3.7	(2.1)	25,001	3.9	3.9		
Other manufacturing	55,448	8.5	3.4	53,606	8.4	2.1		
Wholesale and retail trade, restaurants and								
hotels	58,729	9.0	1.0	58,177	9.1	2.4		
Finance, insurance, real estate and business								
services	62,036	9.5	3.9	59,728	9.4	4.1		
Transport, storage and communication	37,302	5.7	4.9	35,576	5.6	3.5		
Construction	28,764	4.4	(3.6)	29,844	4.7	(1.6)		
Agriculture, forestry and fishing	15,214	2.3	0.1	15,193	2.4	0.4		
Community, social and personal services	12,344	1.9	0.8	12,246	1.9	0.6		
Electricity, gas and water	15,218	2.3	4.4	14,575	2.3	2.6		
Less imputed banking services	(5,089)	0.8	2.2	(4,979)	0.8	1.1		
Sub-total (excluding import duties)	649,796	99.4	2.8	632,367	99.1	(0.6)		
Import duties	3,919	0.6	(29.9)	5,590	0.9	49.8		
Total real GDP	653,714	100.0	2.47	637,957	100.0	(0.3)		
DelCDDL OT AN OTO 4								
Real GDP by Oil and Non-Oil Sector								
Oil Sector	289,875	44.3	3.7	279,680	43.8	(4.1)		
Non-oil sector	359,921	55.1	2.1	352,686	55.3	2.3		
Private sector	261,112	39.9	2.0	255,988	40.1	2.2		
Government sector	98,809	15.1	2.2	96,699	15.2	2.7		

Source: GASTAT

Notes:

(1) Preliminary figures.

The following table sets forth the contribution by economic activity to Saudi Arabia's nominal GDP for each of the three month periods ended 30 September 2018 and 2017, respectively.

	Three months ended 30 September							
		2018(1)		2017				
		Contribution	Growth		Contribution	Growth		
_	Amount	(%)	(%)	Amount	(%)	(%)		
_		(SAR n	nillions, exce	pt percentages)	_	-		
Mining and quarrying	224,322	30.5	44.1	155,705	24.3	8.5		
Oil and gas (excluding oil refining)	221,066	30.0	44.9	152,602	23.8	8.6		
Other mining and quarrying	3,255	0.4	4.9	3,103	0.5	5.3		
Government services	128,760	17.5	4.1	123,722	19.3	8.8		
Manufacturing	94,917	12.9	14.91	82,601	12.9	6.7		
Oil refining	27,749	3.8	35.6	20,466	3.2	23.1		
Other manufacturing	67,168	9.1	8.1	62,135	9.7	2.2		
Wholesale and retail trade, restaurants and								
hotels	70,593	9.6	1.6	69,474	10.8	1.0		
Finance, insurance, real estate and business								
services	86,023	11.7	5.6	81,473	12.7	4.2		
Transport, storage and communication	42,105	5.7	7.4	39,197	6.1	4.4		
Construction	38,591	5.2	(2.8)	39,719	6.2	(1.5)		
Agriculture, forestry and fishing	16,476	2.2	0.2	16,441	2.6	0.6		
Community, social and personal services	14,576	2.0	2.1	14,270	2.2	1.7		
Electricity, gas and water	20,083	2.7	14.5	17,541	2.7	9.4		
Less imputed banking services	(5,566)	0.8	2.6	(5,427)	0.8	1.5		
Sub-total (excluding import duties)	730,880	99.3	15.2	634,715	98.9	5.7		
Import duties	5,219	0.7	(25.2)	6,974	1.1	50.3		
Total nominal GDP	736,099	100.0	14.7	641,689	100.0	6.1		
Nominal GDP by Oil and Non-Oil Sector								
Oil Sector	251,469	34.2	43.3	175,521	27.4	10.1		
Non-oil sector	479,411	65.1	4.4	459,195	71.6	4.1		
Private sector	327,972	44.6	4.3	314,454	49.0	2.3		
Government sector	151,439	20.6	4.6	144,740	22.6	8.3		

Source: GASTAT

Notes:

(1) Preliminary figures.

Recent Developments to "Balance of Payments and Foreign Trade" (The following language is hereby included at the end of the section entitled "Balance of Payments and Foreign Trade" starting on page 163 of the Base Prospectus)

Saudi Arabia's balance of payments reflects the importance of its oil exports to its current account balance. Based on preliminary figures, oil exports accounted for 79.1 per cent. of Saudi Arabia's earnings from the export of goods in the nine month period ended 30 September 2018. The value of Saudi Arabia's oil exports can be volatile as they depend on prevailing oil prices. As a result of the recovery in global oil prices, the value of Saudi Arabia's oil exports increased by 40.9 per cent. in the nine month period ended 30 September 2018 compared to the same period in 2017.

The following table sets forth Saudi Arabia's balance of payments as at 30 September 2018 and as at 31 December 2017, 2016, 2015 and 2014, respectively.

	As at 30 September		As at 31 De		
	2018(1)	2017	2016	2015	2014
			(SAR millions)	_	
10 (4 0 0 0					
1. Current account (A+B+C+D)	217,102	39,241	(89,410)	(212,714)	276,593
A. Goods	472,423	369,229	209.115	165,995	689,981
B. Services	(175,118)	(226,663)	(198,803)	(275,858)	(330,107)
—Transport	(31,716)	(43,115)	(44,889)	(64,665)	(63,902)
—Travel	(8,936)	(20,610)	(20,858)	(34,560)	(59,548)
—Construction	(15,655)	(21,020)	(20,797)	(18,570)	(16,047)
—Insurance and pensions	(10,000)	(21,020)	(20,777)	(10,070)	(10,077)
services	(4,049)	(5,479)	(5,079)	(6,869)	(7,061)
—Financial services	(4,079)	(3,165)	(1,245)	(2,061)	(3,735)
—Telecommunications	(4,877)	(9,507)	(9,287)	(9,950)	(10,392)
—Other business services	(22,514)	(35,322)	(23,498)	(20,385)	(29,521)
—Government goods and		, , ,	, , ,	,	, ,
services	(83,291)	(88,445)	(73,151)	(118,798)	(139,901)
C. Primary income	26,590	40,117	58,976	64,800	61,972
—Compensation of employees					
	(1,285)	(1,838)	(2,014)	(2,560)	(2,446)
—Investment income	27,875	41,955	60,989	67,360	64,418
—Direct investment	2,505	1,260	4,111	(3,792)	(18,835)
—Portfolio investment	18,975	35,330	51,620	69,151	81,911
—Other investment	6,395	5,365	5,258	2,000	1,343
D. Secondary income	(106,793)	(143,442)	(158,698)	(167,651)	(145,252)
2. Capital account	(3,261)	(6,931)	(3,365)	(3,983)	(1,233)
2.5					
3. Financial account (A+B+C+D)	206,120	27,985	(342,584)	(274,058)	239,947
A. Direct investment	53,477	21,978	5,564	(10,317)	(9,809)
B. Portfolio investments	(31,953)	(9,521)	(42,798)	40.386	100,426
C. Other investments	144,154	163,180	(3,021)	130,630	124,474
D. Reserve assets	40.443	(147,652)	(302,328)	(434,758)	24,857
—Monetary gold	0	0	0	0	0
—Special drawing rights	764	1,712	(6,166)	(278)	(2,127)
—Reserve position in the IMF	,	1,712	(0,100)	(270)	(2,127)
	177	(1,501)	(3,953)	(3,473)	(4,651)
—Currency and deposits	74,391	(28,546)	(150,138)	61,610	(14,318)
—Securities	(34,889)	(119,317)	(142,071)	(492,616)	45,953
Net errors and omissions	(7,721)	(4,324)	(249,808)	(57,361)	(35,413)
			• • • •	, , ,	, , ,

Source: SAMA

Notes:

Preliminary figures for Saudi Arabia's balance of payments as at 30 September 2018 indicate that Saudi Arabia's current account recorded a surplus of SAR 217.1 billion (U.S.\$57.9 billion), compared to a surplus of SAR 39.2 billion (U.S.\$10.5 billion) as at 31 December 2017. This change was driven largely by the growth in earnings from oil exports, which was primarily attributable to the increase of oil prices in the international markets.

Based on preliminary figures, Saudi Arabia's capital account recorded an outflow of SAR 3.3 billion (U.S.\$0.9 billion) as at 30 September 2018, compared to an outflow of SAR 6.9 billion (U.S.\$1.8 billion) as at 31 December 2017, which declined primarily as a result of a decrease in capital transfers.

⁽¹⁾ Preliminary figures.

Based on preliminary figures, Saudi Arabia's financial account increased by SAR 206.1 billion (U.S.\$55.0 billion) as at 30 September 2018, compared to an increase of SAR 28.0 billion (U.S.\$7.5 billion) as at 31 December 2017.

Recent Developments to "Public Investment Fund" (The following language is hereby included at the end of the section entitled "Public Investment Fund" starting on page 204 of the Base Prospectus)

On 17 September 2018, the PIF announced that it is completing a U.S.\$11.0 billion international syndicated loan facility, thereby taking the first step in its strategic medium-term funding programme. The international syndicated loan facility represents the PIF's first commercial loan, and the facility will be used for general corporate purposes.

Recent Developments to "Monetary and Financial System" (The following language is hereby included at the end of the section entitled "Monetary and Financial System" starting on page 172 of the Base Prospectus)

The following table sets forth SAMA's balance sheet data as at 30 September 2018 and 31 December 2017, 2016, 2015, 2014 and 2013, respectively.

As at 30							
September	As at 31 December						
2018(1)	2017 ⁽¹⁾	2016	2015	2014	2013		
		(SAR millio	ons)				
249,309	229,188	234,505	237,212	216,132	194,684		
37,855	25,831	34,516	39,300	35,240	28,296		
433,197	377,966	401,144	552,360	510,972	546,629		
1,210,102	1,244,669	1,365,189	1,505,023	1,998,580	1,952,837		
12,035	26,009	41,517	39,487	31,185	16,283		
1,942,497	1,903,663	2,076,871	2,373,382	2,792,109	2,738,728		
249,309	229,188	234,505	237,212	216,132	194,684		
659,816	641,378						
		730,580	1,023,304	1,378,948	1,484,427		
107,485	88,346	154,514	142,074	182,270	165,720		
98,414	97,534						
		97,839	98,117	92,558	81,901		
17,932	18,469						
		18,490	11,213	9,695	6,358		
89,025	138,786	164,755	182,947	427,815	459,932		
720,516	689,962	676,187	678,515	484,692	345,707		
1,942,497	1,903,663	2,076,871	2,373,382	2,792,109	2,738,728		
	249,309 37,855 433,197 1,210,102 12,035 1,942,497 249,309 659,816 107,485 98,414 17,932 89,025 720,516	September 2018 ⁽¹⁾ 2018 ⁽¹⁾ 2017 ⁽¹⁾ 249,309 229,188 37,855 25,831 433,197 377,966 1,210,102 1,244,669 12,035 26,009 1,942,497 1,903,663 249,309 229,188 659,816 641,378 107,485 88,346 98,414 97,534 17,932 18,469 89,025 138,786 720,516 689,962	September As a 2018(1) 2017(1) 2016 (SAR million) 249,309 229,188 234,505 37,855 25,831 34,516 433,197 377,966 401,144 1,210,102 1,244,669 1,365,189 12,035 26,009 41,517 1,942,497 1,903,663 2,076,871 249,309 229,188 234,505 659,816 641,378 730,580 107,485 88,346 154,514 98,414 97,534 97,839 17,932 18,469 18,490 89,025 138,786 164,755 720,516 689,962 676,187	September As at 31 December 2018 ⁽¹⁾ 2017 ⁽¹⁾ 2016 (SAR millions) (SAR millions) 249,309 229,188 234,505 237,212 37,855 25,831 34,516 39,300 433,197 377,966 401,144 552,360 1,210,102 1,244,669 1,365,189 1,505,023 12,035 26,009 41,517 39,487 1,942,497 1,903,663 2,076,871 2,373,382 249,309 229,188 234,505 237,212 659,816 641,378 730,580 1,023,304 107,485 88,346 154,514 142,074 98,414 97,534 97,839 98,117 17,932 18,469 18,490 11,213 89,025 138,786 164,755 182,947 720,516 689,962 676,187 678,515	September As at 31 December 2018 ⁽¹⁾ 2017 ⁽¹⁾ 2016 2015 2014 (SAR millions) 249,309 229,188 234,505 237,212 216,132 37,855 25,831 34,516 39,300 35,240 433,197 377,966 401,144 552,360 510,972 1,210,102 1,244,669 1,365,189 1,505,023 1,998,580 12,035 26,009 41,517 39,487 31,185 1,942,497 1,903,663 2,076,871 2,373,382 2,792,109 249,309 229,188 234,505 237,212 216,132 659,816 641,378 730,580 1,023,304 1,378,948 107,485 88,346 154,514 142,074 182,270 98,414 97,534 97,839 98,117 92,558 17,932 18,469 11,213 9,695 89,025 138,786 164,755 182,947 427,815 720,516 689,962		

Source: SAMA

Notes:

(1) Preliminary Figures.

(2) Representing monetary policy instruments.

Based on preliminary figures, the Kingdom's commercial banks' total assets, excluding overseas branches, reached SAR 2,330.8 billion (U.S.\$621.5 billion) as at 30 September 2018, compared to SAR 2,283.1 billion (U.S.\$608.8 billion) as at 30 September 2017.

Inflation

The following table sets forth the consumer price index and the percentage change of consumer prices in Saudi Arabia for each of the periods indicated.

Nine months

	ended 30				
	September	Year ended 31 December			
	2018(2)	2017(2)	2016	2015	2014
CPI Index ⁽¹⁾	107.1	104.7	105.6	103.5	102.2
CPI Index Inflation (%)	2.4	(0.8)	2.0	1.3	2.2

Source: GASTAT

Note:

- (1) CPI index based on 2013=100
- (2) Preliminary figures

The main contribution to the change in CPI Index for the nine month period ended 30 September 2018 compared to the same period in 2017 was a 6.7 per cent. increase in prices for the food and beverages group (which accounts for 18.9 per cent. of the total CPI Index weight), as well as a 11.0 per cent. increase in prices for the transport group (which accounts for 10.0 per cent. of the total CPI Index weight), which was partially offset by a 3.2 per cent. decrease in prices for the housing, water, electricity, gas and other fuels group (which accounts for 25.4 per cent. of the total CPI Index weight).

Interest Rates

The following table sets forth the monthly average SAIBOR, repo rate and reverse repo rate as at 30 September 2018 and 31 December 2017, 2016, 2015, 2014 and 2013, respectively.

	As at 30 September		As a	t 31 Decemb	oer	
	2018	2017	2016	2015	2014	2013
SAIBOR (three-month average)	2.6192	1.8117	2.0662	0.8797	0.9358	0.9532
Repo rate	2.7500	2.0000	2.0000	2.0000	2.0000	2.0000
Reverse repo rate	2.2500	1.5000	0.7500	0.5000	0.2500	0.2500

Source: SAMA

Money Supply

The following table sets forth an analysis of Saudi Arabia's money supply as at 30 September 2018 and 31 December 2017, 2016, 2015, 2014 and 2013, respectively.

	As at 30 September	As at 31 December					
	2018	2017	2016	2015	2014	2013	
			(SAR mi	llions)			
Currency outside banks	179,019	172,072	170,341	168,529	153,777	143,169	
Demand deposits	1,022,255	1,000,105	974,094	976,231	989,174	857,280	
M1 ⁽¹⁾	1,201,274	1,172,177	1,144,435	1,144,760	1,142,951	1,000,449	
Time and savings deposits	426,299	447,827	491,595	434,501	398,743	345,035	
M2 ⁽²⁾	1,627,573	1,620,004	1,636,030	1,579,261	1,541,694	1,345,485	
Other quasi-monetary deposits	187,939	171,130	151,321	194,036	187,661	199,664	
M3 ⁽³⁾	1,815,513	1,791,134	1,787,352	1,773,296	1,729,356	1,545,149	

Source: SAMA

Notes:

- (1) Currency outside banks plus demand deposits.
- (2) M1 plus time and savings deposits.
- (3) M2 plus other quasi-monetary deposits.

In the nine month period ended 30 September 2018, M1, M2 and M3 recorded growth. M3, the broadest measure for domestic liquidity in Saudi Arabia (which comprises currency outside banks and aggregate bank deposits), grew by 1.4 per cent. reaching SAR 1,815.5 billion (U.S.\$484.1 billion) as at 30 September 2018, compared to SAR 1,791.1 billion (U.S.\$477.6 billion) as at 31 December 2017. This increase was mainly attributable to an increase of 9.8 per cent. in other quasi-monetary deposits which reached SAR 187.9 billion (U.S.\$50.1 billion) as at 30 September 2018.

Recent Developments to "Public Finance" (The following language is hereby included at the end of the section entitled "Public Finance" starting on page 194 of the Base Prospectus)

Third Quarter 2018 Budget Performance

The following table sets forth the actual revenues, expenditure and overall surplus/deficit of the Government for the nine month periods ended 30 September 2018 and 2017.

	Nine months ended 30 September		
	2018	2017 Actual	
	Actual		
	(SAR mill	lions)	
Revenue:			
Oil revenues	452,062	307,316	
Non-oil revenues	211,051	142,806	
Total Revenues	663,113	450,122	
Expenditure:			
Capital expenditures	110,300	97,299	
Current expenditures	601,790	474,281	
Total expenditures	712,090	571,580	
Surplus/(deficit)	(48,977)	(121,458)	

2019 Government Budget

Saudi Arabia announced its 2019 budget on 18 December 2018. The Government has indicated that the focus of the 2019 budget will be the continued implementation of the Vision 2030 programmes, initiatives and projects, including diversification of the economy and growth of the private sector. The 2019 budget indicates that the main fiscal challenges in the medium term include: control of deficit and public debt; development of subsidies and social spending mechanisms for better targeting; modernization and development of infrastructure; stimulation of the private sector; and improving the efficiency of expenditures.

Revenues. The 2019 budget estimates total Government revenues at SAR 975.0 billion (U.S.\$260.0 billion), an increase of 8.9 per cent. compared to estimated revenues of SAR 895.0 billion (U.S.\$238.7 billion) in the fiscal year 2018, based on preliminary figures. Oil revenues are expected to generate SAR 662.0 billion (U.S.\$176.5 billion) in fiscal year 2019, an increase of 9.0 per cent. compared to estimated oil revenues of SAR 607.0 billion (U.S.\$161.9 billion) in 2018. Value added tax, excise tax and expat levies (which are expected to continue in 2019) are expected to generate approximately SAR 47.0 billion (U.S.\$12.5 billion), SAR 10.0 billion (U.S.\$2.7 billion) and SAR 56.4 billion (U.S.\$15.0 billion) in revenues, respectively, in the fiscal year 2019.

Expenditures. The 2019 budget estimates total Government expenditure at SAR 1,106.0 billion (U.S.\$294.9 billion), an increase of 7.4 per cent. compared to estimated expenditures of SAR 1,030.0 billion (U.S.\$274.7 billion) in the fiscal year 2018, based on preliminary figures. Capital expenditure in 2019 is estimated at SAR 246 billion, an increase of 19.9 per cent. compared to 2018, driven by a number of Vision 2030 related investments, including housing, launching "mega" projects and infrastructure development.

Deficit. The deficit in the 2019 budget is projected at SAR 131.0 billion (U.S.\$34.9 billion), a decrease of 3.7 per cent. compared to the estimated deficit of SAR 136.0 billion (U.S.\$36.3 billion) in the fiscal year 2018, based on preliminary figures. The decline in the budgeted deficit is driven by an expected 9.0 per cent. increase in total revenues as a result of reforms aimed at increasing and diversifying revenue sources.

Other. The 2019 budget includes a new accounting procedure introduced by the Government which records all direct revenues and corresponding expenditures relating to certain government entities. The revenues

related to this new accounting procedure for fiscal year 2019 are estimated at SAR 23.0 billion (U.S.\$6.1 billion).

Key assumptions and risks. The 2019 budget estimates that there will be real GDP growth of approximately 2.6 per cent. and nominal GDP growth of 6.4 per cent. in 2019. This compares to IMF projections of 2.2 per cent. and 2.4 per cent. real GDP growth for Saudi Arabia in 2018 and 2019, respectively (based on October 2018 IMF projections). The 2019 budget does not disclose oil price assumptions for 2019, but notes that analysts expect oil prices to pick up gradually in 2019 due to the OPEC+ Ministerial meeting decision to voluntarily reduce overall production by 1.2 million barrels per day effective as of January 2019. The 2019 Budget notes that several major risks continue to threaten global growth, including global trade tensions, tightening monetary policies, capital outflows from emerging economics and declines in global investment due to higher borrowing costs for existing and future debt.

Summary of revenues and expenditures. The following table sets forth the actual revenues, expenditure and overall surplus/deficit of the Government for the fiscal years ended 30 December 2017, 2016, 2015 and 2014, respectively, as well as the estimated revenues, expenditure and overall surplus/deficit of the Government for the fiscal year ended 30 December 2018 and the Government budget for the fiscal year ending 30 December 2019.

<u> </u>	Fiscal year ended 30 December								
_	2019	2018	2017	2016	2015	2014	2013		
	Budget	Estimate	Actual ⁽¹⁾	Actual	Actual	Actual	Actual		
			(SAR millio	ns, except percent	ages)				
Total Revenues	975,000	895,000	691,505	519,448	612,694	1,044,366	1,156,361		
Total expenditures	1,106,000	1,030,000	929,997	830,513(2)	978,139	1,109,903	976,014		
Surplus/(deficit)	(131,000)	(136,000)	(238,492)	(311,065)	(365,445)	(65,537)	180,347		
Nominal GDP	_	2,938,000	2,564,352	2,418,508	2,453,512	2,836,314	2,799,927		
Ratio of surplus/(deficit) to nominal GDP (%)	_	(4.6)	(9.3)	(12.9)	(14.9)	(2.3)	6.4		

Source: SAMA, Ministry of Finance

Notes:

(1) Preliminary figures.

(2) This figure excludes an expenditure amount of SAR 105.0 billion (U.S.\$28.0 billion) relating to settling due payments from prior years.

Recent Developments to "Indebtedness" (The following language is hereby included at the end of the section entitled "Indebtedness" starting on page 207 of the Base Prospectus)

As at 31 December 2018, Saudi Arabia's total outstanding direct indebtedness amounted to SAR 560.0 billion (U.S.\$149.3 billion), comprising SAR 305.0 billion (U.S.\$81.3 billion) of domestic indebtedness and SAR 255.0 billion (U.S.\$68.0 billion) of external indebtedness, compared to total outstanding direct indebtedness of SAR 443.3 billion (U.S.\$118.2 billion) as at 31 December 2017, comprising SAR 259.5 billion (U.S.\$69.2 billion) of domestic indebtedness and SAR 183.8 billion (U.S.\$49.0 billion) of external indebtedness. The Ministry of Finance has continued to adopt a diversified financing policy based on debt issuances and withdrawals from government deposits and reserves during 2018 to finance the budget deficit.

The following table sets forth Saudi Arabia's total outstanding direct indebtedness (external and domestic) as at, and for the years ended 31 December 2018, 2017, 2016, 2015, 2014, and 2013, respectively.

		As at, and for the year ended, 31 December					
	2018	2017	2016	2015	2014	2013	
		(SAR	billions, excep	t percentages)			
Borrowed during period	120.0	139.1	200.1	98.0	_	_	
Repaid during period	3.3	12.4	25.8		15.9	23.7	
Indebtedness outstanding at end of period .	560.0	443.3	316.6	142.2	44.3	60.1	
Change (%)	26.3	40.0	122.5	221.4	(26.4)	(28.3)	
GDP at current prices	2,575.3(1)	2,575.3	2,418.5	2,453.5	2,836.3	2,799.9	
Ratio of public debt to nominal GDP (%)	21.7	17.2	13.1	5.8	1.6	2.1	

Source: Ministry of Finance, GASTAT

Notes:

The following table sets forth Saudi Arabia's scheduled principal and interest/profit payments for each of the years ending 31 December 2019, 2020, 2021 and 2022, based on Saudi Arabia's outstanding direct indebtedness as at 31 December 2018.

	Year ended 31 December					
	2019	2020	2021	2022		
		(SAR milli	ons)			
External indebtedness:						
Scheduled principal repayments ⁽¹⁾	0	0	20,625	16,875		
Scheduled interest/profit repayments(2)	10,687	12,802	16,056	19,047		
Total external scheduled repayments	10,687	12,802	36,681	35,922		
Domestic indebtedness:						
Scheduled principal repayments ⁽³⁾	2,055	44,360	5,260	57,415		
Scheduled interest/profit repayments(4)	10,681	14,216	16,332	18,753		
Total domestic scheduled repayments	12,736	58,576	21,592	76,168		
Total scheduled repayments	23,423	71,378	58,273	112,090		

Source: Ministry of Finance

Notes:

- (1) External principal repayments due in 2022 comprise SAR 16.875 billion (U.S.\$4.500 billion) in respect of trust certificates issued under the Trust Certificate Issuance Programme.
- (2) The Government's external indebtedness comprises a U.S.\$16.0 billion five-year term loan facility carrying a floating interest rate, SAR 153.8 billion (U.S.\$41.0 billion) in respect of nine series of notes issued under this Programme, in each case carrying fixed interest rates and SAR 41.25 billion (U.S.\$11.0 billion) in respect of three series of trust certificates issued under the Trust Certificate Issuance Programme, in each case carrying fixed profit rates. The projections in respect of the floating rate are estimates and actual payments may differ from the amounts shown.
- (3) The domestic bonds issued by the Government during 2015, 2016, 2017 and 2018 comprise instruments with varying tenors of five years, seven years and ten years. The instruments issued in 2015, 2016, 2017 and 2018 with a five-year tenor are scheduled to mature in 2020, 2021, 2022 and 2023, respectively.
- (4) The Government's domestic indebtedness comprises both fixed rate and floating rate instruments. The projections in respect of the floating rate portion are estimates and actual payments may differ from the amounts shown.

Recent Developments Concerning the Agreement between OPEC and non-OPEC members to reduce crude oil production (The following language is hereby included at the end of the section entitled "Economy of Saudi Arabia Production Oil production" starting on page 134 of the Base Prospectus)

On 7 December 2018, OPEC members and certain other non-OPEC states, including Russia, agreed to reduce crude oil production by 1.2 million barrels a day from October 2018 production levels for an initial period of six months effective as of January 2019, reaffirming the continued commitment of the participating producing countries in the Declaration of Cooperation reached on 10 December 2016 to a stable market. The

⁽¹⁾ Represents nominal GDP for the year ended 31 December 2017.

contributions from OPEC members and the voluntary contributions from non-OPEC participating countries to the production cut will correspond to 800,000 barrels a day and 400,000 barrels a day, respectively.

Recent Developments Concerning the Case of Jamal Khashoggi (The following language is hereby included at the end of the section entitled "Overview of Saudi Arabia Legal and Judicial System" starting on page 97 of the Base Prospectus)

On 15 November 2018, the Saudi Arabian Public Prosecution announced the results of the investigation it carried out with respect to a number of suspects in the case of Saudi citizen Jamal Khashoggi, who died on 2 October 2018 in the Saudi Arabian consulate in Istanbul, Turkey. The Public Prosecutor announced that some of the suspects have been indicted and their cases have been referred to the local court system. The initial hearing in the case was held on 3 January 2019 in the criminal court of Riyadh, with the indicted individuals as defendants.

General

Since the date of the Base Prospectus, there has been no significant adverse change in the information set out under the following headings in the Base Prospectus (as supplemented by this Supplement): "The Economy of Saudi Arabia", "Monetary and Financial System", "Public Finance" and "Balance of Payments and Foreign Trade". To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in or incorporated by reference into the Base Prospectus, the statements in (a) above will prevail. Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.