

Pricing Supplement

**SINGAPORE AIRLINES LIMITED**

(Incorporated with limited liability in Singapore)

S\$5,000,000,000

Multi-currency Medium Term Note Programme

SERIES NO: 005

TRANCHE NO: N.A.

S\$700,000,000 3.035 Per Cent. Notes due 2025

Issue Price: 100 per cent

(ISIN Code: SG7AG1000009)

(Common Code: 159871789)

Dealers

DBS Bank Ltd.

Oversea-Chinese Banking Corporation Limited

Standard Chartered Bank

United Overseas Bank Limited

Singapore Issuing and Paying Agent

DBS Bank Ltd.

10 Toh Guan Road

#04-11 (Level 4B)

DBS Asia Gateway

Singapore 608838

The date of this Pricing Supplement is 07 April 2017.

This Pricing Supplement relates to the Tranche of Notes referred to above.

This Pricing Supplement, under which the Notes described herein (the "**Notes**") are issued, is supplemental to, and should be read in conjunction with, the Information Memorandum dated 3 April 2017 (as revised, supplemented, amended, updated or replaced from time to time, the "**Information Memorandum**") issued in relation to the S\$5,000,000,000 Multi-currency Medium Term Note Programme of Singapore Airlines Limited (the "**Company**"). Unless otherwise defined in this Pricing Supplement, terms defined in the Information Memorandum shall have the same meaning in this Pricing Supplement. The Notes will be issued on the terms of this Pricing Supplement read together with the Information Memorandum.

This Pricing Supplement does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation, and no action is being taken to permit an offering of the Notes or the distribution of this Pricing Supplement in any jurisdiction where such action is required.

Where interest, discount income, prepayment fee, redemption premium or break cost is derived from any of the Notes by any person who (a) is not resident in Singapore and (b) carries on any operations in Singapore through a permanent establishment in Singapore, the tax exemption available for qualifying debt securities (subject to certain conditions) under the Income Tax Act, Chapter 134 of Singapore (the "**Income Tax Act**"), shall not apply if such person acquires such Notes using the funds and profits of such person's operations through a permanent establishment in Singapore. Any person whose interest, discount income, prepayment fee, redemption premium or break cost derived from the Notes is not exempt from tax (including for the reasons described above) shall include such income in a return of income made under the Income Tax Act.

Signed: \_\_\_\_\_

Director

*Lee Kim Shih*



Duly Authorised Signatory

**STEPHEN BARNES**

The terms of the Notes and additional provisions relating to their issue are as follows:

- |     |   |  |
|-----|---|--|
| 1.  | Series No.:   | 005  |
| 2.  | Tranche No.:  | Not Applicable   |
| 3.  | Relevant Currency:  | Singapore dollars  |
| 4.  | Principal Amount of Series:                                 | S\$700,000,000   |
| 5.  | Principal Amount of Tranche:                                | Not Applicable   |
| 6.  | Denomination Amount:  | S\$250,000   |
| 7.  | Calculation Amount (if different from Denomination Amount): | Not Applicable   |
| 8.  | Issue Date:   | 11 April 2017  |
| 9.  | Redemption Amount (including early redemption):             | Denomination Amount  |
| 10. | Interest Basis:   | Fixed Rate   |
| 11. | Interest Commencement Date:                                 | 11 April 2017  |
| 12. | <u>Fixed Rate Note</u>                                      |  |
|     | (a) Maturity Date:  | 11 April 2025  |
|     | (b) Fixed Rate Day Basis:                                   | Actual/365 (Fixed)   |
|     | (c) Reference Date(s):                                      | Interest on the Notes will be payable semi-annually in arrear on the dates falling on 11 April and 11 October in each year |
|     | (d) Initial Broken Amount:                                  | Not Applicable   |
|     | (e) Final Broken Amount:                                    | Not Applicable   |
|     | (f) Interest Rate:  | 3.035 per cent. per annum  |
| 13. | <u>Floating Rate Notes</u>                                  | Not Applicable   |
| 14. | <u>Variable Rate Notes</u>                                  | Not Applicable   |
| 15. | <u>Hybrid Notes</u>   | Not Applicable   |
| 16. | <u>Zero Coupon Notes</u>                                    | Not Applicable   |

17.	Company's Redemption Option: Company's Redemption Option Period (Condition 6(d)):	No Not Applicable
18.	Noteholder's Redemption Option: Noteholder's Redemption Option Period (Condition 6(e)(i)):	No Not Applicable
19.	Company's Purchase Option: Company's Purchase Option Period (Condition 6(b)):	No Not Applicable
20.	Noteholders' VRN Purchase Option: Noteholders' VRN Purchase Option Period (Condition 6(c)(i)):	No Not Applicable
21.	Noteholders' Purchase Option: Noteholders' Purchase Option Period (Condition 6(c)(ii)):	No Not Applicable
22.	Redemption for Taxation Reasons:	Yes
23.	Notes to be represented on issue by:	Permanent Global Note.
24.	Temporary Global Note exchangeable for Definitive Notes:	Not Applicable
25.	Temporary Global Note exchangeable for Permanent Global Note:	Not Applicable
26.	Listing:	Singapore Exchange Securities Trading Limited
27.	Clearing System:	The Central Depository (Pte) Limited
28.	Method of issue of Notes:	Syndicated Issue
29.	The following Dealers are subscribing for the Notes:	DBS Bank Ltd. Oversea-Chinese Banking Corporation Limited Standard Chartered Bank United Overseas Bank Limited
30.	The aggregate principal amount of Notes issued has been translated in Singapore Dollars at the rate of [●] producing a sum of (for Notes not denominated in Singapore Dollars):	Not Applicable
31.	Supplemental Trust Deed dated 19 August 2003	Not Applicable

between Singapore Airlines Limited  
and HSBC Trustee (Singapore)  
Limited (as amended and restated pursuant to  
a Restatement Deed dated 31 October 2008  
between Singapore Airlines Limited  
and HSBC Institutional Trust Services  
(Singapore) Limited):

- |     |   |   |
|-----|---|---|
| 32. | Issuing and Paying Agent:   | DBS Bank Ltd.   |
| 33. | Agent Bank:   | None  |
| 34. | Use of Proceeds:<br><br>for   | The net proceeds arising from the<br>issuance of the Notes will be used<br><br>general corporate and working<br>capital purposes of the Company |
| 35. | Other terms:  | None  |
|     | Details of any additions or variations to<br>terms and conditions of the Notes as set<br>out in the Information Memorandum: | None  |
|     | Any additions or variations to the selling<br>restrictions:   | None  |