

PROHIBITION OF SALES TO EEA AND UNITED KINGDOM RETAIL INVESTORS - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA") or in the United Kingdom. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Regulation. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the United Kingdom has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the United Kingdom may be unlawful under the PRIIPs Regulation.

FINAL TERMS

Final Terms dated 9 June 2021

First Abu Dhabi Bank PJSC

Legal entity identifier (LEI): 2138002Y3WMK6RZS8H90

Issue of AUD 26,000,000 Floating Rate Notes due 15 June 2026

under the U.S.\$15,000,000,000

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 set forth in the Base Prospectus dated 16 July 2020, the first supplemental Base Prospectus dated 29 July 2020, the second supplemental Base Prospectus dated 27 October 2020, the third supplemental Base Prospectus dated 27 January 2021 and the fourth supplemental Base Prospectus dated 30 April 2021 which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). This document constitutes the Final Terms relating to the issue of Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus and its supplements in order to obtain all the relevant information.

The Base Prospectus and the supplemental Base Prospectus are available for viewing at the market news section of the London Stock Exchange website (<http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>) and during normal business hours at the registered offices of the Bank at FAB Building, Khalifa Business Park – Al Qurm District, P.O. Box 6316, Abu Dhabi, United Arab Emirates and the Fiscal Agent at Citigroup Centre, Canada Square, Canary Wharf, London, E14 5LB, United Kingdom.

1. Issuer: First Abu Dhabi Bank PJSC

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|-----|-------|---|---|
| 2. | (i) | Series Number: | 111 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Notes become fungible: | Not Applicable |
| 3. | | Specified Currency or Currencies: | Australian Dollars ("A\$") ("AUD") |
| 4. | | Aggregate Nominal Amount: | |
| | (i) | Series: | AUD 26,000,000 |
| | (ii) | Tranche: | AUD 26,000,000 |
| 5. | | Issue Price: | 100 per cent. of the Aggregate Nominal Amount |
| 6. | (i) | Specified Denominations: | AUD 1,000,000 |
| | (ii) | Calculation Amount: | AUD 1,000,000 |
| 7. | (i) | Issue Date: | 15 June 2021 |
| | (ii) | Interest Commencement Date: | Issue Date |
| 8. | | Maturity Date: | 15 June 2026 |
| 9. | | Interest Basis: | 3 month BBSW + 0.75 per cent. per annum Floating Rate |
| 10. | | Redemption/Payment 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 or Redemption/Payment Basis: | Not Applicable |
| 12. | | Put/Call Options: | Not Applicable |
| 13. | (i) | Status of the Notes: | Senior |
| | (ii) | Date Board approval for issuance of Notes obtained: | Not Applicable |
| | (iii) | Date UAE Central Bank approval for issuance of Subordinated Notes obtained: | Not Applicable |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

| | | |
|--------|---|---|
| 14. | Fixed Rate Note Provisions | Not Applicable |
| 15. | Floating Rate Note Provisions | Applicable |
| (i) | Specified Period: | Quarterly |
| (ii) | Specified Interest Payment Dates: | Interest will be payable quarterly in arrears on 15 March, 15 June, 15 September and 15 December in each year, commencing on 15 September 2021, up to and including the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out in (iv) below |
| (iii) | First Interest Payment Date: | 15 September 2021, subject to adjustment in accordance with the Modified Following Business Day Convention. |
| (iv) | Business Day Convention: | Modified Following Business Day Convention |
| (v) | Additional Business Centre(s): | London, New York and Sydney |
| (vi) | Manner in which the Rate(s) of Interest is/are to be determined: | Screen Rate Determination |
| (vii) | Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Fiscal Agent): | Not Applicable |
| (viii) | Screen Rate Determination not Referencing SOFR or SONIA: | Applicable |
| | • Reference Rate: | 3 month BBSW |
| | • Interest Determination Date(s): | The first day of each Interest Period |
| | • Relevant Screen Page: | Reuters Screen BBSW |
| | • Relevant Time: | 10:30 a.m. Sydney time |
| | • Relevant Financial Centre: | Sydney |
| (ix) | Screen Rate Determination Referencing SOFR or SONIA: | Not Applicable |
| (x) | ISDA Determination: | Not Applicable |

- (xi) Margin(s): +0.75 per cent. per annum
- (xii) Minimum Rate of Interest: Not Applicable
- (xiii) Maximum Rate of Interest: Not Applicable
- (xiv) Day Count Fraction: Actual/365 with the Calculation Period being subject to adjustment in accordance with the Business Convention set out in (iv) above
- (xv) Fallback provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on Floating Rate Notes which are Exempt Notes, if different from those set out in the Conditions: Not Applicable
- (xvi) Linear Interpolation: Not Applicable
- (xvii) Benchmark Replacement fallback: Condition 8(g)(1) (Independent Adviser) is applicable

16. **Zero Coupon Note Provisions** Not Applicable

PROVISIONS RELATING TO REDEMPTION

- 17. **Call Option** Not Applicable
 - 18. **Put Option** Not Applicable
 - 19. **Final Redemption Amount of each Note** AUD 1,000,000 per Calculation Amount
 - 20. **Early Redemption Amount** Applicable
- Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default: AUD 1,000,000 per Calculation Amount

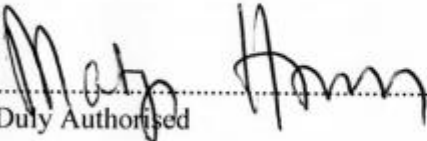
GENERAL PROVISIONS APPLICABLE TO THE NOTES

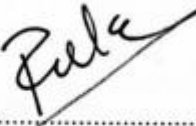
- 21. Form of Notes: Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note.
- 22. Additional Financial Centre(s): London, New York and Sydney

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|-----|---|----------------|
| 23. | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): | No |
| 24. | RMB Settlement Centre(s): | Not Applicable |
| 25. | RMB Currency Event: | Not Applicable |
| 26. | Relevant Currency for Condition 11(k)/12(d): | Not Applicable |
| 27. | Relevant Spot Rate Screen Pages for Condition 11(k)/12(d): | Not Applicable |
| 28. | Party responsible for calculating the Spot Rate for Condition 11(k)/12(d): | Not Applicable |
| 29. | THIRD PARTY INFORMATION | |
| | Not Applicable | |

Signed on behalf of **First Abu Dhabi Bank PJSC**:

By: 
Duly Authorised

By: 
Duly Authorised

PART B – OTHER INFORMATION

1. LISTING

- (i) Listing and admission to trading: Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: GBP 445

2. RATINGS

Ratings: The Notes are not expected to be rated

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for any fees payable to the Dealer, so far as the Bank is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and its 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 Bank and its affiliates in the ordinary course of business for which they may receive fees.

4. REASON FOR THE OFFER

General corporate purposes.

5. ESTIMATED NET PROCEEDS

AUD 26,000,000

6. U.S. SELLING RESTRICTIONS

Regulation S Compliance Category 2; TEFRA D applies

7. OPERATIONAL INFORMATION

ISIN: XS2353048213

Common Code: 235304821

CFI: See the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN

See the website of the Association of National Numbering Agencies (ANNA) or alternatively

FISN: sourced from the responsible National Numbering Agency that assigned the ISIN

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant addressees and identification number(s): Not Applicable

Delivery: Delivery against payment

8. **DISTRIBUTION**

(i) Method of distribution: Non-syndicated

(A) If syndicated, names of Managers: Not Applicable

(B) Stabilisation Manager(s) (if any): Not Applicable

(ii) Prohibition of Sales to EEA and United Kingdom Retail Investors: Applicable

(iii) If non-syndicated, name of relevant Dealer: Mizuho International Plc