

**UK MIFIR product governance / Professional investors and ECPs only target market** – Solely for the purposes of the 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, 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 manufacturer's target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

## **FINAL TERMS**

Final Terms dated 26 August 2021

### **First Abu Dhabi Bank PJSC**

**Legal entity identifier (LEI): 2138002Y3WMK6RZS8H90**

**Issue of U.S.\$ 30,000,000 Floating Rate Notes due August 2026**

**under the U.S.\$20,000,000,000**

### **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 15 July 2021 and the first supplemental Base Prospectus dated 30 July 2021, which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of the UK Prospectus Regulation. This document constitutes the Final Terms relating to the issue of Notes described herein for the purposes of the UK Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information.

The Base Prospectus is 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.

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|----|--|---------------------------|
| 1. | Issuer:  | First Abu Dhabi Bank PJSC |
| 2. | (i) Series Number:                             | 119                       |
|    | (ii) Tranche Number:                           | 1                         |
|    | (iii) Date on which the Notes become fungible: | Not Applicable            |

3.	Specified Currency or Currencies:	United States Dollars (“U.S.\$”)
4.	Aggregate Nominal Amount:	
	(i) Series:	U.S.\$ 30,000,000
	(ii) Tranche:	U.S.\$ 30,000,000
5.	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	(i) Specified Denominations:	U.S.\$ 200,000
	(ii) Calculation Amount:	U.S.\$ 200,000
7.	(i) Issue Date:	1 September 2021
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	1 September 2026
9.	Interest Basis:	SOFR + 0.80 per cent. 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 of UAE Central Bank approval for issuance of Subordinated Notes obtained:	Not Applicable

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

14.	<b>Fixed Rate Note Provisions</b>	Not Applicable
15.	<b>Floating Rate Note Provisions</b>	Applicable
	(i) Specified Period:	Quarterly
	(ii) Specified Interest Payment Dates:	1 March, 1 June, 1 September and 1 December in each year, subject to adjustment in accordance with the Business Day Convention set out in (iv) below

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|--------|---|---|
| (iii)  | First Interest Payment Date:  | 1 December 2021   |
| (iv)   | Business Day Convention:  | Modified Following Business Day Convention                                |
| (v)    | Additional Business Centre(s):  | London and New York   |
| (vi)   | Manner in which the Rate(s) of Interest is/are to be determined:  | Screen Rate Determination Referencing SOFR or SONIA                       |
| (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:  | Not Applicable  |
| (ix)   | Screen Rate Determination Referencing SOFR or SONIA:  | Applicable  |
|        | • Reference Rate:   | SOFR  |
|        | • Interest Determination Date(s):   | The date falling 5 Business Days prior to the end of each Interest Period |
|        | • Calculation Method:   | Compounded Daily  |
|        | • Observation Method:   | Observation Shift   |
|        | • Observation Look-Back Period:   | 5 U.S. Government Securities Business Days                                |
|        | • Effective Interest Payment Date:  | Not Applicable  |
|        | • Rate Cut-off Date:  | Not Applicable  |
|        | • Relevant Number:  | Not Applicable  |
|        | • D:  | 360   |
|        | • Relevant Screen Page:   | Reuters Screen SOFR Page  |
|        | • Relevant Time:  | Not Applicable  |
|        | • Relevant Financial Centre:  | New York  |
| (x)    | ISDA Determination:   | Not Applicable  |
| (xi)   | Margin(s):  | +0.80 per cent. per annum   |
| (xii)  | Minimum Rate of Interest:   | Not Applicable  |

- (xiii) Maximum Rate of Interest: Not Applicable
- (xiv) Day Count Fraction: Actual/360  
with the Calculation Period being subject to adjustment in accordance with the Business Day Convention set out in (iv) above
- (xv) Linear Interpolation: Not Applicable
- (xvi) Benchmark Replacement fall back: Condition 8(g)(2) (ARRC) 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** 100 per cent. of their nominal amount
20. **Early Redemption Amount** Not Applicable

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

21. Form of Notes: Registered Notes:  
Global Registered Notes exchangeable for Individual Registered Notes in the limited circumstances specified in the Global Registered Note.
22. Additional Financial Centre(s): London and New York
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 Bank (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange with effect from Issue Date.
- (ii) Estimate of total expenses related to admission to trading: GBP 445

### **2. RATINGS**

Ratings: The Notes to be issued are not expected to be rated

### **3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

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 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 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**

U.S.\$ 30,000,000

### **6. U.S. SELLING RESTRICTIONS**

Regulation S Compliance Category 2; TEFRA not applicable

### **7. OPERATIONAL INFORMATION**

ISIN: XS2381684732

Common Code: 238168473

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

FISN: See the website of the Association of National Numbering Agencies (ANNA) or alternatively 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 Retail Investors: Applicable

(iii) Prohibition of Sales to United Kingdom Retail Investors: Applicable

(iv) If non-syndicated, name of relevant Dealer: HSBC Bank plc