

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 13 October 2020

First Abu Dhabi Bank PJSC

Legal entity identifier (LEI): 2138002Y3WMK6RZS8H90

Issue of HKD 300,000,000.00 1.500 per cent. Fixed Rate Notes due October 2025

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 and the supplemental Base Prospectus dated 29 July 2020 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.

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|----|-------------------------------|---------------------------|
| 1. | Issuer: | First Abu Dhabi Bank PJSC |
| 2. | (i) Series Number: | 92 |
| | (ii) Tranche Number: | 1 |
| | (iii) Date on which the Notes | Not Applicable |

become fungible:

- | | | |
|-----|---|---|
| 3. | Specified Currency or Currencies: | Hong Kong Dollars (“H.K.\$”) |
| 4. | Aggregate Nominal Amount: | |
| | (i) Series: | H.K.\$ 300,000,000 |
| | (ii) Tranche: | H.K.\$ 300,000,000 |
| 5. | Issue Price: | 100 per cent. of the Aggregate Nominal Amount |
| 6. | (i) Specified Denominations: | H.K.\$ 1,000,000 |
| | (ii) Calculation Amount: | H.K.\$ 1,000,000 |
| 7. | (i) Issue Date: | 15 October 2020 |
| | (ii) Interest Commencement Date: | Issue Date |
| 8. | Maturity Date: | 15 October 2025 |
| 9. | Interest Basis: | 1.500 per cent. per annum Fixed 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

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| 14. | Fixed Rate Note Provisions | Applicable |
| | (i) Rate of Interest: | 1.500 per cent. per annum payable annually in arrear |
| | (ii) Interest Payment Date(s): | 15 October of each year except that the final coupon payment date will fall on the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out in (viii) below |
| | (iii) First Interest Payment Date: | 15 October 2021, subject to adjustments in accordance with the Modified Following Business Day Convention. |
| | (iv) Fixed Coupon Amount: | Not Applicable |
| | (v) Broken Amount(s): | Not Applicable |
| | (vi) Day Count Fraction: | Actual/365 (Fixed), Adjusted

with the Calculation Period being subject to adjustment in accordance with the Business Day Convention set out in (viii) below |
| | (vii) Determination Dates: | Not Applicable |
| | (viii) Business Day Convention: | Modified Following Business Day Convention |
| 15. | Floating Rate Note Provisions | Not Applicable |
| 16. | Zero Coupon Note Provisions | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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|-----|--|---|
| 17. | Call Option | Not Applicable |
| 18. | Put Option | Not Applicable |
| 19. | Final Redemption Amount of each Note | H.K.\$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: | H.K.\$ 1,000,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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|-----|----------------|---------------|
| 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): Hong Kong, 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 Issuer (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 2,295

2. RATINGS

Ratings: The Notes to be issued are expected to be rated S&P: AA-

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. Fixed Rate Notes only – YIELD

Indication of yield: 1.500 per cent. per annum

6. U.S. SELLING RESTRICTIONS Regulation S Compliance Category 2; TEFRA D**7. OPERATIONAL INFORMATION**

ISIN: XS2243554594

Common Code: 224355459

CFI: Not Applicable

FISN: Not Applicable

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) If non-syndicated, name of relevant Dealer: Standard Chartered Bank