

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 7 January 2021

First Abu Dhabi Bank PJSC

Legal entity identifier (LEI): 2138002Y3WMK6RZS8H90

Issue of U.S.\$ 100,000,000 Multi-Callable Zero Coupon Notes due 2051

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 supplemental Base Prospectus dated 29 July 2020 and the supplemental Base Prospectus dated 27 October 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: | 93 |
| | (ii) Tranche Number: | 1 |

	(iii)	Date on which the Notes become fungible:	Not Applicable
3.		Specified Currency or Currencies:	U.S. dollar ("U.S.\$")
4.		Aggregate Nominal Amount:	
	(i)	Series:	U.S.\$100,000,000
	(ii)	Tranche:	U.S.\$100,000,000
5.		Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	(i)	Specified Denominations:	U.S.\$1,000,000
	(ii)	Calculation Amount:	U.S.\$1,000,000
7.	(i)	Issue Date:	12 January 2021
	(ii)	Interest Commencement Date:	Not Applicable
8.		Maturity Date:	12 January 2051
9.		Interest Basis:	Zero Coupon
10.		Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 235.755179 per cent. of their nominal amount, equivalent to a notional amount of U.S.\$235,755,179.00.
11.		Change of Interest or Redemption/Payment Basis:	Not Applicable
12.		Put/Call Options:	Issuer Call
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 | Not Applicable |
| 15. | Floating Rate Note Provisions | Not Applicable |
| 16. | Zero Coupon Note Provisions | Applicable |
| (i) | Accrual Yield: | 2.900 per cent. per annum |
| (ii) | Reference Price: | 100 per cent. of the Calculation Amount |
| (iii) | Day Count Fraction in relation to Early Redemption Amounts: | 30/360 with the Calculation Period being not subject to adjustment in accordance with any Business Day Convention |
| (iv) | Business Day Convention: | Modified Following Business Day Convention |

PROVISIONS RELATING TO REDEMPTION

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|-------|--|--|
| 17. | Call Option | Applicable |
| (i) | Optional Redemption Date(s): | 12 January 2026
12 January 2031
12 January 2036
12 January 2041
12 January 2046 |
| (ii) | Optional Redemption Amount(s) of each Note and method, if any, of calculation of such amount(s): | U.S.\$1,153,657.45 per Calculation Amount on 12 January 2026

U.S.\$1,330,925.50 per Calculation Amount on 12 January 2031

U.S.\$1,535,432.12 per Calculation Amount on 12 January 2036

U.S.\$1,771,362.70 per Calculation Amount on 12 January 2041

U.S.\$2,043,545.77 per Calculation Amount on 12 January 2046 |
| (iii) | If redeemable in part: | |
| (a) | Minimum Redemption Amount: | Not Applicable |
| (b) | Maximum Redemption Amount: | Not Applicable |
| (iv) | Call option notice period: | Not less than 5 Business Days prior to each |

		Optional Redemption Date, subject to adjustment in accordance with the Modified Following Business Day Convention
18.	Put Option	Not Applicable
19.	Final Redemption Amount of each Note	235.755179 per cent. of their nominal amount
20.	Early Redemption Amount	Applicable
	Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default:	As calculated in accordance with Condition 10(g)

GENERAL PROVISIONS APPLICABLE TO THE NOTES

21.	Form of Notes:	Registered Notes: Global Registered Note exchangeable for Individual Registered Notes in the limited circumstances specified in the Global Registered Note.
22.	Additional Financial Centre(s):	New York and London
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

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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 3,760

2. RATINGS

Ratings: The Notes to be issued are expected to be rated Fitch: 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. U.S. SELLING RESTRICTIONS

Regulation S Compliance Category 2; TEFRA not applicable

6. OPERATIONAL INFORMATION

ISIN: XS2282083885

Common Code: 228208388

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

7. **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