

**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 (“**COBS**”), 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 FCA Handbook Product Intervention and Product Governance Sourcebook (the “**UK MiFIR Product Governance Rules**”) 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 11 March 2021**

**First Abu Dhabi Bank PJSC**

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

**Issue of U.S.\$ 20,000,000 0.830 per cent. Fixed Rate Notes due March 2024**

**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, the supplemental Base Prospectus dated 27 October 2020 and the supplemental Base Prospectus dated 27 January 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
2. (i) Series Number: 106

	(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.\$20,000,000
	(ii)	Tranche:	U.S.\$20,000,000
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:	15 March 2021
	(ii)	Interest Commencement Date:	Issue Date
8.		Maturity Date:	15 March 2024
9.		Interest Basis:	0.830 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

14.	<b>Fixed Rate Note Provisions</b>	Applicable
(i)	Rate of Interest:	0.830 per cent. per annum payable semi-annually in arrear
(ii)	Interest Payment Date(s):	15 March and 15 September in each year, commencing on the First Interest Payment Date up to and including the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out in v(iii) below
(iii)	First Interest Payment Date:	15 September 2021, subject to adjustment in accordance with the Following Business Day Convention.
(iv)	Fixed Coupon Amount:	U.S.\$830 per Calculation Amount
(v)	Broken Amount:	Not Applicable
(vi)	Day Count Fraction:	30/360 with the Calculation Period being not subject to adjustment in accordance with any Business Day Convention
(vii)	Determination Dates:	Not Applicable
(viii)	Business Day Convention:	Following Business Day Convention
15.	<b>Floating Rate Note Provisions</b>	Not Applicable
16.	<b>Zero Coupon Note Provisions</b>	Not Applicable

## PROVISIONS RELATING TO REDEMPTION

17.	<b>Call Option</b>	Not Applicable
18.	<b>Put Option</b>	Not Applicable
19.	<b>Final Redemption Amount of each Note</b>	100 per cent. of their nominal amount
20.	<b>Early Redemption Amount</b>	Applicable
	Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default:	U.S.\$200,000 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): New York, London and TARGET

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

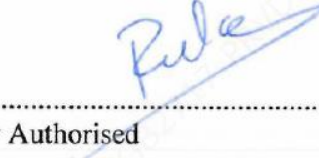
28. Party responsible for calculating the Spot Rate for Condition 11(k)/12(d): Not Applicable

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 445

### **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. ESTIMATED NET PROCEEDS**

U.S.\$ 20,000,000

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

Regulation S Compliance Category 2; TEFRA D applies

### **7. OPERATIONAL INFORMATION**

ISIN: XS2315946124

Common Code: 231594612

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 and United Kingdom Retail Investors: Not Applicable

(iii) If non-syndicated, name of relevant Dealer: Merrill Lynch International