

APPLICABLE FINAL TERMS

MIFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of each 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 eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, **MiFID II**); 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 manufacturers’ target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

26 September 2019

EMIRATE OF ABU DHABI

Legal entity identifier (LEI): 213800FER4348CINTA77

**Issue of U.S.\$4,000,000,000 3.125 per cent. Notes due 2049
under the
Global 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 (the **Conditions**) set forth in the Base Prospectus dated 23 September 2019 which constitutes a base prospectus for the purposes of the Prospectus Regulation (the **Base Prospectus**). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. The Base Prospectus has been published on the website of the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

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| 1. Issuer: | Emirate of Abu Dhabi |
| 2. (a) Series Number: | 10 |
| (b) Tranche Number: | 1 |
| (c) Date on which the Notes will be consolidated and form a single Series: | Not Applicable |
| 3. Specified Currency or Currencies: | United States dollars (U.S.\$) |
| 4. Aggregate Nominal Amount: | |
| (a) Series: | U.S.\$4,000,000,000 |
| (b) Tranche: | U.S.\$4,000,000,000 |
| 5. Issue Price: | 97.635 per cent. of the Aggregate Nominal Amount |
| 6. (a) Specified Denominations: | U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof |
| (b) Calculation Amount (in relation to calculation of interest in global form see Conditions): | U.S.\$1,000 |
| 7. (a) Issue Date: | 30 September 2019 |
| (b) Interest Commencement Date: | Issue Date |
| 8. Maturity Date: | 30 September 2049 |
| 9. Interest Basis: | 3.125 per cent. Fixed Rate
(further particulars specified below) |

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| 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 Basis | Not Applicable |
| 12. Put/Call Options: | Not Applicable |
| 13. Status of the Notes: | Senior |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 14. Fixed Rate Note Provisions | Applicable |
| (a) Rate(s) of Interest: | 3.125 per cent. per annum payable in arrear on each Interest Payment Date |
| (b) Interest Payment Date(s): | 30 March and 30 September in each year up to and including the Maturity Date |
| (c) Fixed Coupon Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions): | U.S.\$15.625 per Calculation Amount |
| (d) Broken Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions): | Not Applicable |
| (e) Day Count Fraction: | 30/360 |
| (f) Determination Date(s): | Not Applicable |
| 15. Floating Rate Note Provisions | Not Applicable |
| 16. Zero Coupon Note Provisions | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 17. Issuer Call: | Not Applicable |
| 18. Investor Put: | Not Applicable |
| 19. Final Redemption Amount: | U.S.\$1,000 per Calculation Amount |
| 20. Early Redemption Amount payable on event of default and: | U.S.\$1,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 21. Form of Notes: | Registered Notes

Regulation S Global Note registered in the name of a nominee for a common depository for Euroclear and Clearstream, Luxembourg

Rule 144A Global Note registered in the name of a nominee for DTC |
| 22. Additional Financial Centre(s): | Not Applicable |
| 23. Talons for future Coupons to be attached to Definitive Notes: | No |

Signed on behalf of the Emirate of Abu Dhabi:

By:

Duly authorised

Jassem Mohamed Bu Ataba AlZaabi
Chairman
Department of Finance



PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (a) Listing and Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's regulated market and to be listed on the official list of the United Kingdom Financial Conduct Authority with effect from 30 September 2019.
- Application will also be made to list the Notes on the Abu Dhabi Securities Exchange. No assurance can be given that such application will be granted.
- (b) Estimate of total expenses related to admission to trading: £4,790

2. RATINGS

- Ratings: The Notes to be issued have been rated:
- S&P Global Ratings Europe Limited (**S&P**): AA
- Fitch Ratings Limited (**Fitch**): AA
- Each of S&P and Fitch is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended)

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

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

4. YIELD

- Indication of yield: 3.249 per cent. per annum
- The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

5. OPERATIONAL INFORMATION

- (a) ISIN: XS2057866191 for the Regulation S Global Note
US29135LAF76 for the Rule 144 A Global Note
- (b) Common Code: 205786619 for the Regulation S Global Note
205790047 for the Rule 144 A Global Note
- (c) CUSIP: 29135LAF7
- (d) CINS: Not Applicable
- (e) Any clearing system(s) other than DTC, Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
- (f) Delivery: Delivery against payment
- (g) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

6. DISTRIBUTION

- (a) Method of distribution: Syndicated
- (b) If syndicated, names of Managers: BNP Paribas
Citigroup Global Markets Limited
First Abu Dhabi Bank PJSC

HSBC Bank plc
J.P. Morgan Securities plc
MUFG Securities EMEA plc
(the **Joint Lead Managers**)

Abu Dhabi Commercial Bank P.J.S.C.
SMBC Nikko Capital Markets Limited
(the **Co-Managers** together with Joint Lead Managers,
the **Managers**)

- (c) Date of Subscription Agreement: 26 September 2019
- (d) Stabilisation Manager(s) (if any): J.P. Morgan Securities plc
- (e) If non-syndicated, name of relevant Dealer: Not Applicable
- (f) U.S. Selling Restrictions: Reg. S Compliance Category 1; Rule 144A; TEFRA not applicable
- (g) Prohibition of Sales to EEA Retail Investors: Not Applicable