

THIRD SUPPLEMENT DATED 25 JULY 2018
TO THE BASE LISTING PARTICULARS DATED 9 JANUARY 2018



FIRST ABU DHABI BANK PJSC

*(formerly National Bank of Abu Dhabi P.J.S.C.)
(incorporated with limited liability in Abu Dhabi, the United Arab Emirates)*

**U.S.\$2,000,000,000
Structured Note Programme**

This base listing particulars supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the base listing particulars dated 9 January 2018 (as supplemented by the first base listing particulars supplement dated 30 January 2018 and the second base listing particulars supplement dated 30 April 2018, the "**Base Listing Particulars**") prepared by First Abu Dhabi Bank PJSC (the "**Issuer**", "**FAB**" or the "**Bank**") in connection with the Issuer's Structured Note Programme (the "**Programme**") for the issuance of up to U.S.\$2,000,000,000 in aggregate nominal amount of notes (the "**Notes**"). Terms defined in the Base Listing Particulars shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement has been approved as a base listing particulars supplement by the Irish Stock Exchange plc trading as Euronext Dublin ("**Euronext Dublin**") pursuant to the listing and admission to trading rules of Euronext Dublin.

This Supplement has not been approved as, and does not constitute, a supplement for the purposes of Article 16 of Directive 2003/71/EC, as amended (as implemented in the Republic of Ireland by the Prospectus (Directive 2003/71/EC) Regulations 2005, as amended).

Euronext Dublin's Global Exchange Market is not a regulated market for the purposes of Directive 2014/65/EU.

The purpose of this Supplement is to incorporate by reference into the Base Listing Particulars the unaudited condensed consolidated financial statements of the Issuer as at and for the six months ended 30 June 2018 and the independent auditors' review report thereon.

IMPORTANT NOTICES

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

To the extent that there is any inconsistency between: (a) any statement in this Supplement or any statement incorporated by reference into the Base Listing Particulars by this Supplement; and (b) any other statement in, or incorporated by reference into, the Base Listing Particulars, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to the information included in the Base Listing Particulars which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since publication of the Base Listing Particulars.

Since 31 December 2017 there has been no material adverse change in the prospects of the Bank or the Bank and its Subsidiaries and, since 30 June 2018, there has not been any significant change in the financial or trading position of the Bank or the Bank and its Subsidiaries.

Copies of this Supplement, the Base Listing Particulars and the documents incorporated by reference in either can be: (i) viewed on the website of Euronext Dublin at <http://www.ise.ie/Market-Data-Announcements/Debt/Individual-Debt-Instrument-Data/>; and (ii) obtained on written request and without charge from the registered office of the Issuer.

This Supplement and the Base Listing Particulars do not constitute an offer to sell or the solicitation of an offer to buy any Notes by or on behalf of the Issuer or any Dealer in any jurisdiction to any person to whom it is unlawful to make the offer or solicitation in such jurisdiction. For a more complete description of certain restrictions on offers and sales of the Notes described in this Supplement and the Base Listing Particulars, see "*Subscription and Sale*" in the Base Listing Particulars.

UPDATES TO THE BASE LISTING PARTICULARS

With effect from the date of this Supplement, the information appearing in, or incorporated by reference into, the Base Listing Particulars shall be supplemented by the information set out as follows:

Publication of the Issuer's H1 2018 Financial Statements

On 24 July 2018, the Issuer published its unaudited condensed consolidated financial statements as at and for the six months ended 30 June 2018, together with the independent auditors' review report thereon (the "**H1 2018 Financial Statements**").

A copy of the H1 2018 Financial Statements has been filed with Euronext Dublin and the H1 2018 Financial Statements are incorporated by reference in, and form part of, this Supplement in their entirety and, by virtue of this Supplement, form part of the Base Listing Particulars.

A copy of the H1 2018 Financial Statements can be viewed on the website of the Issuer at: <https://www.nbad.com/content/dam/NBAD/documents/investor-relations/nbad-and-fgb/pro-forma-financials/fab-fs-q2-2018-en.pdf>.

For the avoidance of doubt, any documents incorporated by reference in the H1 2018 Financial Statements shall not form part of this Supplement or the Base Listing Particulars.

Any non-incorporated parts of the H1 2018 Financial Statements are either not relevant for an investor or are otherwise covered elsewhere in this Supplement or in the Base Listing Particulars.