

## PRICING SUPPLEMENT

**UK MiFIR 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 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 manufacturers’ target market assessment; however, a distributor subject to the 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 manufacturers’ target market assessment) and determining appropriate distribution channels.

26 April 2024

### EMIRATE OF ABU DHABI

**Legal entity identifier (LEI): 213800FER4348CINTA77**

**Issue of U.S.\$1,750,000,000 5.500 per cent. Notes due 2054  
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 Offering Circular dated 22 April 2024 (the **Offering Circular**). This document constitutes the Pricing Supplement of the Notes described herein and must be read in conjunction with the Offering Circular in order to obtain all the relevant information. The Offering Circular has been published on the website of the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

<b>1.</b>	Issuer:	Emirate of Abu Dhabi
<b>2.</b>	(a) Series Number:	22
	(b) Tranche Number:	1
	(c) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
<b>3.</b>	Specified Currency or Currencies:	United States dollars (U.S.\$)
<b>4.</b>	Aggregate Nominal Amount:	
	(a) Series:	U.S.\$1,750,000,000
	(b) Tranche:	U.S.\$1,750,000,000
<b>5.</b>	Issue Price:	98.327 per cent. of the Aggregate Nominal Amount
<b>6.</b>	(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 or Registered definitive see Conditions):	U.S.\$1,000
<b>7.</b>	(a) Issue Date:	30 April 2024

	(b) Interest Commencement Date:	Issue Date
8.	Maturity Date:	30 April 2054
9.	Interest Basis:	5.500 per cent. Fixed Rate (further particulars specified below)
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**

14.	Fixed Rate Note Provisions	Applicable
	(a) Rate(s) of Interest:	5.500 per cent. per annum payable in arrear on each Interest Payment Date
	(b) Interest Payment Date(s):	30 April and 30 October in each year up to and including the Maturity Date
	(c) Fixed Coupon Amount(s) (and in relation to Notes in global form or Registered definitive form see Conditions):	U.S.\$27.50 per Calculation Amount
	(d) Broken Amount(s) (and in relation to Notes in global form or Registered definitive 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**

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:	U.S.\$1,000 per Calculation Amount

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

21.	Form of Notes:	Registered Notes:  Regulation S Global Note registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg  Rule 144A Global Note registered in the name of a nominee for DTC
22.	Additional Financial Centre(s):	London

- 23.** Talons for future Coupons to be attached to Definitive Notes: No
- 24.** Provisions applicable to Renminbi Notes: Not Applicable

Signed on behalf of the Emirate of Abu Dhabi:

By: .....

*Duly authorised*

Name: Jassem Mohamed Bu Ataba Alzaabi

Title: Chairman of the Department of Finance - Abu Dhabi

## 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 main market and to be listed on the official list of the United Kingdom Financial Conduct Authority with effect from or around 30 April 2024.

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: £6,300

### 2. RATINGS

Ratings: The Notes to be issued are expected to be rated:  
S&P Global Ratings Europe Limited: AA  
Fitch Ratings Limited: AA

### 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: 5.616 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) Trade Date: 23 April 2024

(b) ISIN: XS2811094213 (Reg S)  
US29135LAU44 (Rule 144A)

(c) Common Code: 281109421 (Reg S)  
281176277 (Rule 144A)

(d) CUSIP: 29135LAU4

(e) CINS: Not Applicable

(f) 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

(g) 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

(h) Any clearing system(s) other than DTC, Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable

(i) Delivery: Delivery against payment

- (j) 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: Abu Dhabi Commercial Bank PJSC  
Citigroup Global Markets Limited  
First Abu Dhabi Bank PJSC  
HSBC Bank plc  
J.P. Morgan Securities plc  
Morgan Stanley & Co. International plc  
Standard Chartered Bank
- (c) Date of Subscription Agreement: 26 April 2024
- (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