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15 November 2016

FIRST GULF BANK P.J.S.C. ANNOUNCES RESULTS OF CONSENT SOLICITATIONS



FIRST GULF BANK P.J.S.C.

(Incorporated with limited liability in the Emirate of Abu Dhabi, the United Arab Emirates)

("FGB")

On 24 October 2016, First Gulf Bank P.J.S.C. ("**FGB**") announced invitations to eligible holders of certain outstanding securities (each a "**Series**" and, together, the "**Securities**") to consent to certain modifications of the relevant terms and conditions (the "**Conditions**") of the relevant Series in connection with the proposed merger of FGB with National Bank of Abu Dhabi P.J.S.C. ("**NBAD**") by approving and implementing an extraordinary resolution of the holders of each such Series (an "**Extraordinary Resolution**"), all as further described in the consent solicitation memoranda dated 24 October 2016 and relating to Securities issued under the EMTN Programme and the AUD Programme and the consent solicitation memorandum dated 24 October 2016 relating to Securities issued under the Sukuk Programme (each, the "**Consent Solicitation Memorandum**" and together, the "**Consent Solicitation Memoranda**", and each such invitation in respect of a Series, a "**Consent Solicitation**"). Capitalised terms used in this notice and not otherwise defined shall have the meanings given to them in the relevant Consent Solicitation Memorandum.

Results of Meetings

The Meetings to consider the Extraordinary Resolutions were held earlier today, and the Extraordinary Resolutions were approved by the holders of all 28 Series of Securities, which were the subject of the Consent Solicitations.

The Issuer will pay the applicable Early Participation Fees and Ineligible Securityholder Payments by no later than 22 November 2016.

Further Information

A complete description of the terms and conditions of the relevant Consent Solicitation is set out in the relevant Consent Solicitation Memoranda, copies of which are available to eligible persons upon request from the Tabulation Agent.

Further details about the Consent Solicitation can be obtained from:

The Solicitation Agents

Barclays Bank PLC

5 The North Colonnade
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London E14 4BB
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Telephone: +44 20 3134 8515
Attention: Liability Management Group
Email: eu.lm@barclays.com

HSBC Bank plc

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Telephone: +44 20 7992 6237
Attention: Liability Management Group
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National Bank of Abu Dhabi P.J.S.C.

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Standard Chartered Bank

P.O. Box 999
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Tabulation Agent

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This announcement is released by First Gulf Bank P.J.S.C. and contains important information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014 (MAR), encompassing information relating to the Consent Solicitations described above. For the purposes of MAR and Article 2 of the Commission Implementing Regulation (EU) 2016/1055, this announcement is made by Rula AlQadi, Assistant Vice President - Treasury & Global Markets, at First Gulf Bank P.J.S.C.

Neither this announcement nor the Consent Solicitation Memorandum is an offer of securities for sale in the United States or to any U.S. person. Securities may not be offered or sold in the United States absent

registration or an exemption from registration. The Securities have not been, and will not be, registered under the Securities Act, or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons, unless an exemption from the registration requirements of the Securities Act is available.

"**United States**" means the United States of America, its territories and possessions, any state of the United States of America and the District of Columbia.