

## EXECUTION VERSION

### FINAL TERMS

Final Terms dated 31 March 2014

**First Gulf Bank P.J.S.C.**

**Issue of A\$250,000,000 5.00 per cent. Notes due 1 April 2019**

**under the A\$2,000,000,000**

**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 Information Memorandum dated 5 February 2014 (the "**Information Memorandum**"). This document constitutes the Final Terms relating to the issue of Notes described herein and these Final Terms contain the final terms of the Notes.

In order to get the full information on the Issuer and the Notes described herein, these Final Terms must be read in conjunction with the Information Memorandum. The Information Memorandum and any Final Terms are available for viewing during normal business hours at the registered offices of the Issuer at P.O. Box 6316, Abu Dhabi, U.A.E. and the Registrar at 20 Bridge Street, Sydney NSW 2000, Australia.

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|-----|---|--|
| 1.  | Issuer:   | First Gulf Bank P.J.S.C.   |
| 2.  | (i) Series Number:                              | 1  |
|     | (ii) Tranche Number:                            | 1  |
|     | (iii) Date on which the Notes become fungible:  | Not Applicable   |
| 3.  | Specified Currency or Currencies:               | Australian Dollars ( <b>A\$</b> )  |
| 4.  | Aggregate Nominal Amount:                       |  |
|     | (i) Series:                                     | A\$250,000,000   |
|     | (ii) Tranche:                                   | A\$250,000,000   |
| 5.  | Issue Price:                                    | 98.945 per cent. of the Aggregate Nominal Amount   |
| 6.  | (i) Specified Denominations:                    | A\$10,000, provided that any Notes issued into Australia must be issued to each relevant investor in minimum parcels of A\$500,000 (or its equivalent in another currency) |
|     | (ii) Calculation Amount:                        | A\$10,000  |
| 7.  | (i) Issue Date:                                 | 1 April 2014   |
|     | (ii) Interest Commencement Date:                | Issue Date   |
| 8.  | Maturity Date:                                  | 1 April 2019   |
| 9.  | Interest Basis:                                 | 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 of Board approval for issuance of Notes obtained: | 20 October 2013 |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

- |     |                                      |  |
|-----|--------------------------------------|--|
| 14. | <b>Fixed Rate Note Provisions</b>    | Applicable   |
|     | (i) Rate of Interest:                | 5.00 per cent. per annum payable semi-annually in arrear |
|     | (ii) Interest Payment Date(s):       | 1 October and 1 April in each year                       |
|     | (iii) First Interest Payment Date:   | 1 October 2014   |
|     | (iv) Fixed Coupon Amount:            | A\$250 per Calculation Amount                            |
|     | (v) Broken Amount(s):                | Not Applicable   |
|     | (vi) Day Count Fraction:             | RBA Bond Basis   |
|     | (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>Change of Control Put</b>   | Not Applicable                        |
| 20. | <b>Final Redemption Amount of each Note</b>  | 100 per cent. of their nominal amount |
| 21. | <b>Early Redemption Amount</b>   | Applicable                            |
|     | Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default: | A\$10,000 per Calculation Amount      |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- |     |                             |                  |
|-----|-----------------------------|------------------|
| 22. | Form of Notes:              | Registered Notes |
| 23. | Additional Business Centre: | Melbourne        |

Signed on behalf of **First Gulf Bank P.J.S.C.:**

 **Karim Karoui**  
Chief Financial Officer

By: .....  
Duly Authorised

**Christopher Wilmot**  
Executive Vice President  
Head of Treasury & Global Markets Group



By: .....  
Duly Authorised

## **PART B – OTHER INFORMATION**

1. **LISTING** No
2. **RATINGS**  
Ratings: The Notes to be issued have been rated:  
Moody's Investors Service Pty Limited: A2 (stable)  
Fitch Ratings Limited: A+ (stable)
3. **OPERATIONAL INFORMATION**  
ISIN Code: AU3CB0219863  
Common Code: Not Applicable  
Any clearing system(s) other than the Austraclear System, Euroclear Bank S.A./N.V., and Clearstream Banking société anonyme and the relevant identification number(s): Not Applicable  
Names and addresses of additional Paying Agent(s) (if any): Not Applicable