

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.

Final Terms dated 19 April 2018

Abu Dhabi National Energy Company PJSC
Legal entity identifier (LEI): 213800UNJSVQFNUIYYW03

Issue of U.S.\$750,000,000 4.375 per cent. Notes due 2025
under the U.S.\$9,000,000,000

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 set forth in the Prospectus dated 11 April 2018 which constitutes a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus. The Prospectus has been published on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

1	Issuer:	Abu Dhabi National Energy Company PJSC
2	(i) Series Number:	15
	(ii) Tranche Number:	1
	(iii) 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 of Notes:	
	(i) Series:	U.S.\$750,000,000
	(ii) Tranche:	U.S.\$750,000,000
5	Issue Price:	99.946 per cent. of the Aggregate Nominal Amount
6	(i) Specified Denominations:	U.S.\$200,000 plus integral multiples of U.S.\$1,000 in excess thereof
	(ii) Calculation Amount:	U.S.\$1,000
7	(i) Issue Date:	23 April 2018
	(ii) Interest Commencement Date:	Issue Date

8	Maturity Date:	23 April 2025
9	Interest Basis:	4.375 per cent. Fixed Rate (see paragraph 14 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:	Change of Control Put Option (see paragraph 19 below)
13	(i) Status of the Notes:	Senior
	(ii) Date approval for issuance of Notes obtained:	7 February 2018

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	4.375 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	23 April and 23 October in each year
	(iii) Fixed Coupon Amount:	U.S.\$21.875 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	30/360
	(vi) Determination Dates:	Not Applicable
15	Floating Rate Note Provisions	Not Applicable
16	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17	Call Option	Not Applicable
18	General Put Options	Not Applicable
19	Change of Control Put Option	Applicable
	(i) Put Date:	As per Conditions
	(ii) Change of Control Redemption Amount:	U.S.\$1,000 per Calculation Amount
	(iii) Put Period:	As per Conditions
20	Final Redemption Amount of each Note	U.S.\$1,000 per Calculation Amount
21	Early Redemption Amount	
	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default:	U.S.\$1,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 22** Form of Notes: Registered Notes:
Regulation S Global Note Certificate registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg
Rule 144A Global Note Certificate registered in the name of a nominee for DTC
- 23** Additional Financial Centre(s): Not Applicable
- 24** Provisions applicable to Renminbi Notes: Not Applicable



Signed on behalf of the Issuer:

By: **Mohammed Al-Anbabi**
Duly authorised

PART B – OTHER INFORMATION

1 LISTING

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Regulated Market of the London Stock Exchange plc with effect from 23 April 2018.
- (ii) Estimate of total expenses related to admission to trading: £4,560

2 RATINGS

- Ratings: The Notes to be issued are expected to be rated:
Moody's Investors Service Ltd. ("**Moody's**"): A3
Moody's is established in the EU and registered under Regulation (EC) No 1060/2009 (as amended) (the "**CRA Regulation**").
Fitch Ratings Limited ("**Fitch**"): A
Fitch is established in the EU and registered under Regulation (EC) No 1060/2009 (as amended) (the "**CRA Regulation**").

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4 YIELD

- Indication of yield: 4.384 per cent. per annum on a semi-annual basis
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

- (i) Regulation S Notes:
- (a) ISIN: XS1808737594
 - (b) Common Code: 180873759
 - (c) CFI: DTZXFR
 - (d) FISN: ABU DHABI NATIO/ZERO CPNEMTN 202504
- (ii) Rule 144A Notes:
- (a) ISIN: US00388WAF86
 - (b) Common Code: 180884394

- (c) CUSIP: 00388WAF8
- (d) CFI: DTFNFR
- (e) FISN: TRA # TR SR
- (iii) Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking S.A. and/or DTC and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment in respect of the Regulation S Notes and delivery free of payment in respect of the Rule 144A Notes.
- (v) Names and addresses of initial Paying and Transfer Agent(s): **Citibank, N.A.**
14th Floor, Citigroup Centre
Canada Square
Canary Wharf
London E14 5LB
England
Citibank Europe plc
1 North Wall Quay
Dublin 1
Ireland
- (vi) Names and addresses of additional Paying and Transfer Agent(s) (if any): Not Applicable

6 DISTRIBUTION

- (i) Method of distribution: Syndicated
- (ii) If syndicated, names of Managers: **Managers**
Citigroup Global Markets Limited
First Abu Dhabi Bank PJSC
HSBC Bank plc
ING Bank N.V., London Branch
Mizuho International plc
Scotia Capital (USA) Inc.
SMBC Nikko Capital Markets Limited
- (iii) Date of Subscription Agreement: 19 April 2018
- (iv) Stabilising Manager(s) (if any): Citigroup Global Markets Limited
- (v) If non-syndicated, name of relevant Dealer: Not Applicable

- (vi) U.S. Selling Restrictions: Rule 144A/Reg S Compliance Category 2; TEFRA not applicable
- (vii) Prohibition of Sales to EEA Retail Investors: Not Applicable