Singapore Securities and Futures Act Product Classification – Solely for the purposes of its obligations pursuant to sections 309B(1)(a) and 309B(1)(c) of the Securities and Futures Act 2001 of Singapore, as modified or amended from time to time (the "**SFA**"), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A of the SFA) that the Notes are "prescribed capital markets products" (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018).

Final Terms dated 25 January 2024

EMIRATES NBD BANK PJSC
(LEI Code: 54930029BCN8HF3B1286)
(the "Issuer")

Issue of U.S.$600,000,000 Floating Rate Notes due January 2029

under the

U.S.$20,000,000,000 EURO MEDIUM TERM NOTE PROGRAMME

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the "**Conditions**") set forth in the base prospectus dated 25 July 2023 and the supplements to the base prospectus dated 14 September 2023, 21 December 2023 and 25 January 2024 which together constitute a Base Prospectus (the "**Base Prospectus**") for the purposes of the EU Prospectus Regulation. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8(4) of the EU Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information.

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 Base Prospectus. The Base Prospectus is available for viewing on the website of Euronext Dublin at https://live.euronext.com/en/markets/dublin/bonds/list, the website of Nasdaq Dubai at http://www.nasdaqdubai.com and during normal business hours from the registered office of the Issuer at Baniyas Road, Deira, P.O. Box 777, Dubai, UAE and the specified office of the Principal Paying Agent at Winchester House, 1 Great Winchester Street, London EC2N 2DB.

The expression "**EU Prospectus Regulation**" means Regulation (EU) 2017/1129, as amended.

1.	(a)	Series Number:	816
	(b)	Tranche Number:	1
2.	Specified Currency:		United States Dollars ("**U.S.$**")
3.	Aggregate Nominal Amount:		
	(a)	Series:	U.S.$600,000,000
	(b)	Tranche:	U.S.$600,000,000

4.	Issue Price:		100 per cent. of the Aggregate Nominal Amount
5.	(a)	Specified Denominations:	U.S.$200,000 and integral multiples of U.S.$10,000 in excess thereof
	(b)	Calculation Amount:	U.S.$10,000
6.	(a)	Issue Date:	31 January 2024
	(b)	Interest Commencement Date:	Issue Date
7.	Maturity Date:		Interest Payment Date falling in or nearest to January 2029
8.	Interest Basis:		SOFR + 1.40 per cent. Floating Rate (further particulars specified below)
9.	Put/Call Options:		Not Applicable
10.	(a)	Status of the Notes:	Senior
	(b)	Date of Board and Shareholder approval for issuance of Notes obtained:	6 December 2023 and 22 February 2023 respectively

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

11.	Fixed Rate Note Provisions		Not Applicable
12.	Floating Rate Note Provisions		Applicable
	(a)	Specified Period(s)/Specified Interest Payment Dates:	31 January, 30 April, 31 July and 31 October in each year, commencing on the First Interest Payment Date up to and including the Maturity Date, subject to adjustment in accordance with (d) below
	(b)	First Interest Payment Date:	30 April 2024
	(c)	Effective Interest Payment Date:	Not Applicable
	(d)	Business Day Convention:	Modified Following Business Day Convention
	(e)	Additional Business Centre(s):	London, New York and Taipei
	(f)	Manner in which the Rate of Interest and Interest Amount is to be determined:	Screen Rate Determination
	(g)	Party responsible for calculating the Rate of Interest and/or Interest	Principal Paying Agent

	Amount (if not the Principal Paying Agent):	
(h)	Screen Rate Determination:	Applicable
	• Reference Rate:	SOFR
	• Index Determination:	Not Applicable
	• Interest Determination Date(s):	The fifth Business Day immediately preceding the Interest Payment Date for each Interest Period (or immediately preceding such earlier date, if any, on which the Notes are due and payable)
	• Relevant Screen Page:	New York Federal Reserve's Website
	• Relevant Time:	Not Applicable
	• Relevant Financial Centre:	Not Applicable
	• Calculation Method:	Compounded Daily
	• Observation Method:	Observation Shift
	• Observation Look-back Period:	5 Business Days
	• D:	360
	• Rate Cut-off Date:	Not Applicable
(i)	ISDA Determination:	Not Applicable
(j)	Linear Interpolation:	Not Applicable
(k)	Margin(s):	+1.40 per cent. per annum
(l)	Minimum Rate of Interest:	Not Applicable
(m)	Maximum Rate of Interest:	Not Applicable
(n)	Day Count Fraction:	Actual/360
13.	Zero Coupon Note Provisions	Not Applicable
14.	Details relating to Partly Paid Notes:	Not Applicable
15.	Reset Note Provisions:	Not Applicable
16.	Issuer Call:	Not Applicable

17.	Investor Put:	Not Applicable
18.	Regulatory Call:	Not Applicable
19.	Change of Control Put:	Not Applicable
20.	Final Redemption Amount:	100 per cent. of nominal amount
21.	Early Redemption Amount payable on redemption for taxation reasons, regulatory reasons or on event of default:	Final Redemption Amount
22.	Form of Notes:	Bearer Notes: Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for Definitive Bearer Notes only upon an Exchange Event Reg. S Compliance Category 2; TEFRA D
23.	Additional Financial Centre(s):	London, New York and Taipei
24.	Talons for future Coupons or Receipts to be attached to Definitive Bearer Notes (and dates on which such Talons mature):	No

Signed on behalf of **EMIRATES NBD BANK PJSC** as Issuer:

By: ..... By: .....

Duly authorised *Duly authorised*

Patrick Clerkin
Senior Managing Director
Group Funding & Investor Relations
Global Markets & Treasury

Asim I. Bashir, CFA
Senior Director
Global Funding & PI
Global Markets & Treasury

PART B – OTHER INFORMATION

1. ADMISSION TO TRADING

(a)	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 Euronext Dublin and listing on the Official List of Euronext Dublin with effect from 31 January 2024 Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Taipei Exchange in the Republic of China (the "**TPEx**") for the listing and trading of the Notes on the TPEx. The Notes will be traded on the TPEx pursuant to the applicable rules of the TPEx. The effective date of listing of the Notes on the TPEx is on or about 31 January 2024. The TPEx is not responsible for the content of this document and the Base Prospectus and no representation is made by the TPEx to the accuracy or completeness of this document and the Base Prospectus. The TPEx expressly disclaims any and all liability for any losses arising from, or as a result of the reliance on, all or part of the contents of this document or the Base Prospectus. Admission to listing and trading on the TPEx shall not be taken as an indication of the merits of the Issuer or the Notes
(b)	Estimate of total expenses related to admission to trading:	EUR1,000 in relation to the listing and trading of the Notes on Euronext Dublin New Taiwan Dollars 70,000 in relation to the listing and trading of the Notes on TPEx

2. RATINGS

The Notes to be issued are expected to be rated:

Fitch: A+

Moody's: A2

Fitch is established in the United Kingdom ("**UK**") and registered under the UK CRA Regulation. Fitch appears on the latest update of the list of registered credit rating agencies on the UK FCA's Financial Services Register.

The rating issued by Fitch is endorsed by Fitch Ratings Ireland Limited, which is established in the European Union ("**EU**") and registered under the EU CRA Regulation. As such, Fitch Ratings Ireland Limited is included in the list of credit rating agencies published by ESMA on its website (at https://www.esma.europa.eu/credit-rating-agencies/cra-authorisation) in accordance with the EU CRA Regulation.

Moody's is established in the EU and is registered under the EU CRA Regulation. As such, Moody's is included in the list of credit rating agencies published by the ESMA on its website (at https://www.esma.europa.eu/credit-rating-agencies/cra-authorisation) in accordance with the EU CRA Regulation.

The rating issued by Moody's is endorsed by Moody's Investors Service Ltd., which is established in the UK and registered under the UK CRA Regulation.

"**EU CRA Regulation**" means Regulation (EC) No. 1060/2009 as amended.

"**UK CRA Regulation**" means Regulation (EC) No. 1060/2009 as it forms part of domestic law of the UK by virtue of the European (Withdrawal) Act 2018.

3. BENCHMARKS

SOFR is provided by the New York Federal Reserve. As at the date hereof, New York Federal Reserve does not appear in the register of administrators and benchmarks established and maintained by ESMA pursuant to Article 36 of the EU Benchmarks Regulation. As far as the Issuer is aware, the transitional provisions in Article 51 of the EU Benchmarks Regulation apply, such that SOFR is not currently required to obtain authorisation/registration (or, if located outside the European Union, recognition, endorsement or equivalence)

4. 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. 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 for which they may receive fees

5. YIELD (Fixed Rate Notes only)

Not Applicable

6. OPERATIONAL INFORMATION

(a)	ISIN:	XS2754455769
(b)	Common Code:	275445576

(c)	Additional identification code:	CFI Code: As set out on the website of the Association of Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN. FISN: As set out on the website of the Association of Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN.
(d)	CMU Instrument Number:	Not Applicable
(e)	Delivery:	Delivery against payment
(f)	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable

7. **THIRD PARTY INFORMATION**

Not Applicable.

8. **DISTRIBUTION**

(a)	Method of distribution:	Syndicated
(b)	If syndicated, names of Managers:	Bank SinoPac Co., Ltd., Emirates NBD Bank PJSC (as Structuring Agent), KGI Securities Co. Ltd., Mega International Commercial Bank Co., Ltd., President Securities Corporation, SG Securities (HK) Limited, Taipei Branch, SinoPac Securities Corporation, Standard Chartered Bank (Taiwan) Limited and Yuanta Securities Co., Ltd. Emirates NBD Bank PJSC, as an entity not licensed in the Republic of China, has not offered or sold, and will not subscribe for or sell or underwrite, any Notes.
(c)	Date of Subscription Agreement:	25 January 2024
(d)	Stabilisation Manager(s) (if any):	Not Applicable
(e)	If non-syndicated, name of relevant Dealer:	Not Applicable

(f)	U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA D
(g)	Prohibition of Sales to EEA Retail Investors:	Not Applicable
(h)	Prohibition of Sales to UK Retail Investors:	Not Applicable

9. **REASONS FOR THE OFFER AND ESTIMATED NET AMOUNT OF PROCEEDS**

(a)	Reasons for the offer:	See *"Use of Proceeds"* in the Base Prospectus
(b)	Estimated net proceeds:	U.S.$599,250,000