

FINAL TERMS

MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET – Solely for the purposes of the 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 manufacturer's 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 manufacturer's target market assessment) and determining appropriate distribution channels.

Notification under Section 309B(1)(c) of the Securities and Futures Act (Chapter 289) of Singapore (the "SFA")

Final Terms dated 4 March 2019

Emirates Development Bank P.J.S.C.

Legal Entity Identifier: 5493002OSL5GLN4HID57

Issue of U.S.\$750,000,000 3.516 per cent. Notes due 2024

under the U.S.\$3,000,000,000

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 Conditions set forth in the Base Prospectus dated 18 February 2019 which constitutes a base prospectus (the "**Base Prospectus**"). This document constitutes the Final Terms relating to the issue of Notes described herein and must be read in conjunction with the Base Prospectus.

Full information on the Bank and 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 at and on the Dubai Financial Service Authority's website (<https://www.dfsa.ae/DFSAListingAuthority/ApprovedDocuments>) and are available for inspection upon reasonable notice being given and during usual business hours from the registered office of the Bank at Aradah Road, Abu Dhabi, United Arab Emirates, P.O. Box 51515 and the Fiscal Agent at Citigroup Centre, Canada Square, Canary Wharf, London, E14 5LB, United Kingdom.

1.	Issuer:	Emirates Development 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:	U.S. Dollars ("U.S.\$")
4.	Aggregate Principal Amount:	
	(i) Series:	U.S.\$750,000,000
	(ii) Tranche:	U.S.\$750,000,000

5.	Issue Price:	100 per cent. of the Aggregate Principal Amount
6.	(i) Specified Denominations:	U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof
	(ii) Calculation Amount:	U.S.\$1,000
7.	(i) Issue Date:	6 March 2019
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	6 March 2024
9.	Interest Basis:	3.516 per cent. 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 principal amount.
11.	Change of Interest or Redemption/Payment Basis:	Not Applicable
12.	Put/Call Options:	Change of Ownership Put
13.	(i) Status of the Notes:	Senior
	(ii) Date Board approval for issuance of Notes obtained:	18 July 2018

PROVISIONS RELATING TO INTEREST PAYABLE

14.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	3.516 per cent. per annum payable semi-annually in arrear
	(ii) Interest Payment Dates:	6 March and 6 September in each year
	(iii) First Interest Payment Date:	6 September 2019
	(iv) Fixed Coupon Amount:	U.S.\$17.58 per Calculation Amount
	(v) Broken Amount(s):	Not Applicable
	(vi) Day Count Fraction:	30/360
	(vii) Determination Dates:	Not Applicable
	(viii) Business Day Convention:	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.	Put Option	Not Applicable
19.	Change of Ownership Put	Applicable

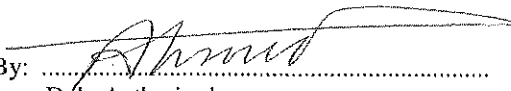
(i)	Change of Ownership Redemption Amount:	U.S.\$1,000 per Calculation Amount
(ii)	Notice periods:	Minimum period: 15 Maximum period: 30
20.	Final Redemption Amount of each Note	100 per cent. of their principal amount
21.	Early Redemption Amount	Applicable
	Early Redemption Amount of each Note payable 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: Global Registered Notes exchangeable for Individual Registered Notes in the limited circumstances specified in the Global Registered Note.
23.	Additional Financial Centre(s):	Not Applicable
24.	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
25.	THIRD PARTY INFORMATION	
	Not applicable	

Signed on behalf of EMIRATES DEVELOPMENT BANK P.J.S.C.:

By: 
Duly Authorised

By: 
Duly Authorised

PART B – OTHER INFORMATION

1. LISTING

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| (i) | Listing and admission to trading: | Application has been made by the Bank (or on its behalf) for the Notes to be admitted to trading on Nasdaq Dubai with effect from on or around 6 March 2019. |
| (ii) | Estimate of total expenses related to admission to trading: | U.S.\$2,000 |

2. RATINGS

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| Ratings: | The Notes to be issued have been rated:
Fitch: AA- |
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3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Managers, so far as the Bank 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 Bank and its affiliates in the ordinary course of business for which they may receive fees.

4. USE OF PROCEEDS

The net proceeds of Notes the will be applied by the Bank for (i) its general corporate purposes; and (ii) the Sheikh Zayed Housing Programme.

5. Fixed Rate Notes only – YIELD

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| Indication of yield: | 3.516 |
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6. U.S. SELLING RESTRICTIONS

Regulation S Compliance Category 2

7. TEFRA not applicable

8. OPERATIONAL INFORMATION

ISIN:	XS1956103805
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Common Code:	195610380
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CFI:	Not Applicable
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FISN:	Not Applicable
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Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
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Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant addressees and identification number(s):	Not Applicable
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Delivery:	Delivery against payment
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9. DISTRIBUTION

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| (i) | Method of distribution: | Syndicated |
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- (A) If syndicated, names of Managers: Emirates NBD Bank P.J.S.C., Industrial and Commercial Bank of China Limited, Dubai (DIFC) Branch, Union National Bank P.J.S.C. and Standard Chartered Bank
- (B) Stabilisation Manager: Standard Chartered Bank
- (ii) If non-syndicated, name of relevant Dealer: Not Applicable
- (iii) Prohibition on Sales to EEA Retail Investors: Not Applicable