

**SUPPLEMENT DATED 8 MARCH 2016
TO THE BASE PROSPECTUS DATED 24 FEBRUARY 2016**



ADCB FINANCE (CAYMAN) LIMITED

(incorporated with limited liability in the Cayman Islands)

U.S.\$7,500,000,000

Global Medium Term Note Programme

unconditionally and irrevocably guaranteed by

ABU DHABI COMMERCIAL BANK PJSC

(incorporated with limited liability in Abu Dhabi, United Arab Emirates)

This base prospectus supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the base prospectus dated 24 February 2016 (the "**Base Prospectus**") prepared by ADCB Finance (Cayman) Limited (the "**Issuer**") and Abu Dhabi Commercial Bank PJSC (the "**Guarantor**") in connection with the Issuer's Global Medium Term Note Programme (the "**Programme**") for the issuance of up to U.S.\$7,500,000,000 in aggregate nominal amount of notes (the "**Notes**"). Terms defined in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement which, together with the Base Prospectus, comprises a base prospectus for the purposes of Directive 2003/71/EC (as amended, including by Directive 2010/73/EU) (the "**Prospectus Directive**"), constitutes a supplement for the purposes of Article 16 of the Prospectus Directive (as implemented in the Republic of Ireland by the Prospectus (Directive 2003/71/EC) Regulations 2005, as amended).

This Supplement has been approved by the Central Bank of Ireland as competent authority under the Prospectus Directive. The Central Bank of Ireland only approves this Supplement as meeting the requirements imposed under Irish and European Union law pursuant to the Prospectus Directive.

The purpose of this Supplement is to correct certain inaccuracies in the section of the Base Prospectus entitled "*Selected Consolidated Financial Information of ADCB – Funding*" on page 124 of the Base Prospectus.

IMPORTANT NOTICES

The Issuer and the Guarantor accept responsibility for the information contained in this Supplement. To the best of the knowledge and belief of the Issuer and the Guarantor (each having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Information which is updated by reference to one section of the Base Prospectus may be repeated or referred to in other sections of the Base Prospectus. Accordingly, to the extent that there is any inconsistency between: (a) any statement in this Supplement; and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to the information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since publication of the Base Prospectus.

Copies of this Supplement and the Base Prospectus can be: (i) viewed on the website of the Central Bank of Ireland at www.centralbank.ie; and (ii) obtained on written request and without charge from the registered office of the Guarantor at Abu Dhabi Commercial Bank PJSC, ADCB Tower, Head Office, Sheikh Zayed Street, P.O. Box 939, Abu Dhabi, United Arab Emirates.

This Supplement and the Base Prospectus do not constitute an offer to sell or the solicitation of an offer to buy any Notes by or on behalf of the Issuer, the Guarantor or any Dealer in any jurisdiction to any person to whom it is unlawful to make the offer or solicitation in such jurisdiction. For a more complete description of restrictions on offers and sales of the Notes described in this Supplement and the Base Prospectus, see "*Subscription and Sale and Transfer and Selling Restrictions*" in the Base Prospectus.

Neither the Notes nor the Guarantee have been nor will be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**") or any U.S. state securities laws and the Notes may not be offered or sold in the United States or to, or for the account or the benefit of, U.S. persons (as defined under Regulation S under the Securities Act) unless an exemption from the registration requirements of the Securities Act is available and the offer or sale is made in accordance with all applicable securities laws of any state of the United States and any other jurisdiction.

AMENDMENTS TO THE BASE PROSPECTUS

With effect from the date of this Supplement, the information appearing on page 124 of the Base Prospectus under the heading "*Selected Consolidated Financial Information of ADCB – Funding*" shall be amended in the manner described below:

Selected Consolidated Financial Information of ADCB – Funding

The paragraph under the table entitled "FUNDING" on page 124 of the Base Prospectus shall be deemed to be deleted and replaced with the following paragraph:

"The primary source of ADCB's funding (excluding its Euro Commercial Paper) has historically been from customer deposits, many of which are time and short-term demand deposits. Through access to wholesale funding markets (including through bilateral or syndicated loans in addition to the international bond markets), ADCB has been able to diversify and increase the maturity of its funding sources. However, in common with other banks in the UAE whose assets are largely funded by shorter tenor customer deposits, ADCB has been unable to completely eliminate asset-liability maturity gaps. As at 31 December 2015, customer deposits accounted for 69.2 per cent. of ADCB's total funding (80.3 per cent. of total non-equity funding) as compared to 67.4 per cent. as at 31 December 2014 (78.6 per cent. of total non-equity funding) and 68.8 per cent. as at 31 December 2013 (80.4 per cent. of total non-equity funding)."