

FINAL TERMS

6 October 2016

ADCB FINANCE (CAYMAN) LIMITED

Issue of CNY 260,000,000 4.4 per cent. Notes due 11 October 2019

unconditionally and irrevocably guaranteed by

ABU DHABI COMMERCIAL BANK PJSC

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

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 base prospectus dated 24 February 2016 (the “**Base Prospectus**”) and the supplemental prospectus dated 8 March 2016 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC), as amended (the “**Prospectus Directive**”). This document constitutes the applicable 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 the Base Prospectus as so supplemented. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these applicable Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the supplemental prospectus are available for viewing in accordance with Article 14 of the Prospectus Directive on the website of the Central Bank of Ireland (<http://www.centralbank.ie>) and during normal business hours at Abu Dhabi Commercial Bank PJSC, ADCB Tower, Head Office, Sheikh Zayed Street, P.O. Box 939, Abu Dhabi, United Arab Emirates, and copies may be obtained from Abu Dhabi Commercial Bank PJSC, ADCB Tower, Head Office, Sheikh Zayed Street, P.O. Box 939, Abu Dhabi, United Arab Emirates.

1. (a) Issuer: ADCB Finance (Cayman) Limited
- (b) Guarantor: Abu Dhabi Commercial Bank PJSC
2. (a) Series Number: 52
3. Specified Currency or Currencies: CNY (as defined in the Base Prospectus)
4. Aggregate Nominal Amount of Notes admitted to trading: CNY 260,000,000
5. Issue Price: 100 per cent. of the Aggregate Nominal Amount
6. (a) Specified Denominations: CNY 1,000,000
- (b) Calculation Amount: CNY 1,000,000
7. (a) Issue Date: 11 October 2016
- (b) Interest Commencement Date: Issue Date

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| 8. | Maturity Date: | 11 October 2019 |
| 9. | Interest Basis: | 4.4 per cent. Fixed Rate |
| 10. | Redemption/Payment Basis: | Redemption at par |
| 11. | Change of Interest Basis or Redemption/Payment Basis: | Not Applicable |
| 12. | Put/Call Options: | Not Applicable |
| 13. | (a) Status of the Notes: | Senior |
| | (b) Status of the Guarantee: | Senior |
| | (c) Date approval for issuance of Notes and Guarantee obtained: | 21 January 2016 and 16 March 2016, respectively |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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|-----|--------------------------------|---|
| 14. | Fixed Rate Note Provisions: | Applicable |
| | (a) Rate(s) of Interest: | 4.4 per cent. per annum payable annually in arrear |
| | (b) Interest Payment Date(s): | 11 October in each year, commencing on 11 October 2017, up to and including the Maturity Date |
| | (c) Fixed Coupon Amount(s): | CNY 44,000 per Calculation Amount |
| | (d) Broken Amount(s): | Not Applicable |
| | (e) Day Count Fraction: | Actual/365 (Fixed), unadjusted |
| | (f) Determination Date(s): | Not Applicable |
| | (g) Business Day Convention: | Not Applicable |
| 15. | Floating Rate Note Provisions: | Not Applicable |
| 16. | Reset Note Provisions: | Not Applicable |
| 17. | Zero Coupon Note Provisions: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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|-----|------------------------|----------------|
| 18. | Issuer Call: | Not Applicable |
| 19. | Investor Put: | Not Applicable |
| 20. | Change of Control Put: | Not Applicable |

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| 21. | Final Redemption Amount: | CNY 1,000,000 per Calculation Amount |
| 22. | Regulatory Call: | Not Applicable |
| 23. | Early Redemption Amount payable on redemption for taxation reasons or on event of default: | CNY 1,000,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 24. | Form of Notes: | Bearer Notes:

Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for definitive Notes only upon an Exchange Event


Reg. S Compliance Category 2; TEFRA D |
| 25. | Additional Financial Centre(s) or other special provisions relating to Payment Days: | London, New York, Beijing and Hong Kong |
| 26. | Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature): | No |
| 27. | Partly Paid Notes: | Not Applicable |
| 28. | Redenomination applicable: | Redenomination not applicable |
| 29. | RMB Settlement Centre(s): | Not Applicable |
| 30. | RMB Currency Event: | Applicable |
| 31. | Relevant Currency for Condition 7.9 (<i>RMB Currency Event</i>): | United States dollars |
| 32. | Relevant Spot Rate Screen Pages for Condition 7.9 (<i>RMB Currency Event</i>): | |
| | (i) Relevant Spot Rate Screen Page (Deliverable Basis): | Reuters Screen Page CNH13H |
| | (ii) Relevant Spot Rate Screen Page (Non-deliverable basis): | Reuters Screen Page CNYNDFOR |
| 33. | Party responsible for calculating the Spot Rate for Condition 7.9 (<i>RMB Currency Event</i>): | Deutsche Bank AG, London Branch (the "Calculation Agent") |

Signed on behalf of the Issuer:

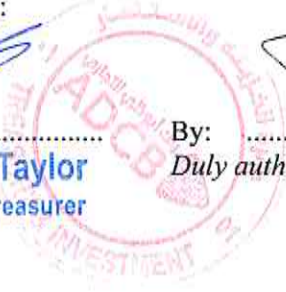

By:
Duly authorised **Kevin Taylor**
Director


By:
Duly authorised **Rajesh Raheja**
Director

Signed on behalf of the Guarantor:


By:
Duly authorised **Kevin Taylor**
Group Treasurer


By:
Duly authorised **Rajesh Raheja**
Head - Funding & Balance Sheet



PART B – OTHER INFORMATION

1. LISTING

- (i) Listing and Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Main Securities Market of the Irish Stock Exchange with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: €600

2. RATINGS

The Notes to be issued are expected to be rated:

S&P: A

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Manager, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Manager and its 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, the Guarantor and its affiliates in the ordinary course of business for which they may receive fees.

4. YIELD (Fixed Rate Notes Only)

Indication of yield: 4.4 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of the future yield.

5. OPERATIONAL INFORMATION

- (a) ISIN Code: XS1501420597
- (b) Common Code: 150142059
- (c) Any clearing system(s) other than DTC, Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme* and the relevant identification numbers(s): Not Applicable
- (d) Delivery: Delivery against payment
- (e) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

6. THIRD PARTY INFORMATION

Not Applicable