FINAL TERMS

30 January 2017

ADCB FINANCE (CAYMAN) LIMITED

Issue of AUD30,000,000 3.92% per cent. Notes due 1 February 2022
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:	56
3.	Specified Currency or Currencies:		Australian Dollars ("**AUD**")
4.	Aggregate Nominal Amount of Notes admitted to trading:		AUD30,000,000
5.	Issue Price:		100 per cent. of the Aggregate Nominal Amount
6.	(a)	Specified Denominations (in the case of Registered Notes this means the minimum integral amount in which transfers can be made):	AUD1,000,000

	(b)	Calculation Amount:	AUD1,000,000
7.	(a)	Issue Date:	1 February 2017
	(b)	Interest Commencement Date:	Issue Date
8.	Maturity Date:		1 February 2022
9.	Interest Basis:		3.92 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:		Change of Control Put
13.	(a)	Status of the Notes:	Senior
	(b)	Status of the Guarantee:	Senior
	(c)	Date on which approval for issuance of Notes and Guarantee obtained:	21 January 2016 in respect of issuance of Notes; and 16 March 2016 in respect of the Guarantee.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	Fixed Rate Note Provisions:		Applicable
	(a)	Rate(s) of Interest:	3.92 per cent. per annum payable semi-annually in arrear
	(b)	Interest Payment Date(s):	1 February and 1 August, in each year, commencing on 1 August 2017, up to and including the Maturity Date
	(c)	Fixed Coupon Amount(s):	AUD 19,600 per Calculation Amount
	(d)	Broken Amount(s):	Not Applicable
	(e)	Day Count Fraction:	30/360
	(f)	Determination Date(s):	Not Applicable
	(g)	Business Day Convention:	Modified Following
15.	Floating Rate Note Provisions:		Not Applicable
16.	Reset Note Provisions:		Not Applicable
17.	Zero Coupon Note Provisions:		Not Applicable

PROVISIONS RELATING TO REDEMPTION

18.	Issuer Call:	Not Applicable
19.	Investor Put:	Not Applicable
20.	Change of Control Put:	Applicable
	(a) Change of Control Redemption Amount	AUD1,000,000 per Calculation Amount
21.	Final Redemption Amount:	AUD1,000,000 per Calculation Amount
22.	Regulatory Call:	Not Applicable
23.	Early Redemption Amount payable on redemption for taxation reasons or on event of default:	AUD1,000,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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, Tokyo and Sydney
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:	Not Applicable
31.	Relevant Currency for Condition 7.9 (*RMB Currency Event*):	Not Applicable
32.	Relevant Spot Rate Screen Pages for Condition 7.9 (*RMB Currency*	

Event):

(i)	Relevant Spot Rate Screen Page (Deliverable Basis):	Not Applicable
(ii)	Relevant Spot Rate Screen Page (Non-deliverable basis):	Not Applicable

33.	Party responsible for calculating the Spot Rate for Condition 7.9 (*RMB Currency Event*):	Not Applicable

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

ADCB
TREASURY & INVESTMENT

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

PART B – OTHER INFORMATION

1. **LISTING**

(i)	Listing and Admission to trading:	Not Applicable
(ii)	Estimate of total expenses related to admission to trading:	Not Applicable

2. **RATINGS** — The Notes to be issued are not expected to be rated.

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 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, 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: 3.92% 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:	XS1557105860
(b)	Common Code:	155710586
(e)	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
(f)	Delivery:	Delivery against payment
(e)	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable

6. **THIRD PARTY INFORMATION**

Not Applicable