

## APPLICABLE 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.

**Final Terms dated 23 April 2018**

### ADCB FINANCE (CAYMAN) LIMITED

**Issue of CNH 120,000,000 4.82 per cent. Notes due 25 April 2022  
unconditionally and irrevocably guaranteed by  
ABU DHABI COMMERCIAL BANK PJSC  
under the U.S.\$9,000,000,000  
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 12 March 2018 which constitutes a base prospectus (the "**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. 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. The Base Prospectus is 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: 83
3. Specified Currency or Currencies: CNH (as defined in the Base Prospectus)
4. Aggregate Nominal Amount of Notes admitted to trading: CNH 120,000,000
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): CNH 1,000,000
- (b) Calculation Amount: CNH 1,000,000
7. (a) Issue Date: 25 April 2018
- (b) Interest Commencement Date: Issue Date
8. Maturity Date: 25 April 2022
9. Interest Basis: 4.82 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: 18 February 2018 and 3 April 2018, respectively

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

14. Fixed Rate Note Provisions: Applicable
- (a) Rate(s) of Interest: 4.82 per cent. per annum payable annually in arrear

- |     |                           |   |
|-----|---------------------------|---|
| (b) | Interest Payment Date(s): | 25 April in each year, commencing on 25 April 2019, up to and including the Maturity Date |
| (c) | Fixed Coupon Amount(s):   | Not Applicable  |
| (d) | Broken Amount(s):         | Not Applicable  |
| (e) | Day Count Fraction:       | Actual/365 (Fixed), Adjusted  |
| (f) | Determination Date(s):    | Not Applicable  |
| (g) | Business Day Convention:  | Modified Following Business Day Convention  |
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:   | Not Applicable                       |
| 21. | Final Redemption Amount:   | CNH 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: | CNH 1,000,000 per Calculation Amount |

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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|-----|--|--|
| 24. | Form of Notes:   | <p>Bearer Notes:</p> <p>Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for definitive Notes only upon an Exchange Event</p> <p>Reg. S Compliance Category 2; TEFRA D</p> |
| 25. | Additional Financial Centre(s) or other special provisions relating to | Beijing, Hong Kong, London and New York  |

Payment Days:


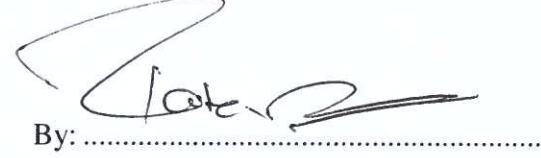
- |     |   |  |
|-----|---|--|
| 26. | Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature): | No   |
| 27. | Partly Paid Notes:  | Not Applicable   |
| 28. | Redenomination applicable:  | Redenomination not applicable                                      |
| 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 “ <b>Calculation Agent</b> ”) |

Signed on behalf of the Issuer:

By:  By:   
Duly authorised **Kevin Taylor** Duly authorised **Rajesh Raheja**  
Group Treasurer Head - Funding & Balance Sheet



Signed on behalf of the Guarantor:

By:  By:   
Duly authorised **Kevin Taylor** Duly authorised **Rajesh Raheja**  
Director Director

## **PART B – OTHER INFORMATION**

### **1. LISTING**

- (a) Listing and Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to the Official List and to trading on the Main Securities Market with effect from 25 April 2018
- (b) Estimate of total expenses related to admission to trading: €600

### **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 Dealer, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer 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 or their affiliates in the ordinary course of business for which they may receive fees.

### **4. YIELD (Fixed Rate Notes Only)**

Indication of yield: 4.82 per cent. Per annum

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

### **5. OPERATIONAL INFORMATION**

- (a) ISIN Code: XS1811218582
- (b) Common Code: 181121858
- (c) CUSIP: Not Applicable
- (d) CINS: Not Applicable
- (e) Any clearing system(s) other than DTC, Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s): Not Applicable
- (f) Delivery: Delivery against payment

(g) Names and addresses of Not Applicable  
additional Paying Agent(s) (if  
any):

6. **PROHIBITION OF SALES TO EEA RETAIL INVESTORS**

Not Applicable

7. **THIRD PARTY INFORMATION**

Not Applicable