

**APPLICABLE FINAL TERMS**

**Final Terms dated 15 January 2019**

**ADCB FINANCE (CAYMAN) LIMITED**

**Issue of CNH 200,000,000 4.60 per cent. Notes due 17 January 2024  
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 and the supplement dated 10 September 2018 which together constitute 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:   | 96  |
| 3. |     | Specified Currency or Currencies:  | CNH (as defined in the Base Prospectus)       |
| 4. |     | Aggregate Nominal Amount of Notes admitted to trading:   | CNH 200,000,000                               |
| 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:  | 17 January 2019                               |
|    | (b) | Interest Commencement Date:  | Issue Date                                    |
| 8. |     | Maturity Date:   | 17 January 2024                               |

9.	Interest Basis:	4.60 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:	4.60 per cent. per annum payable annually in arrear
	(b) Interest Payment Date(s):	17 January in each year, commencing on 17 January 2020, 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

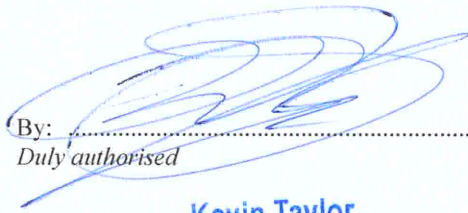
**PROVISIONS RELATING TO REDEMPTION**

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

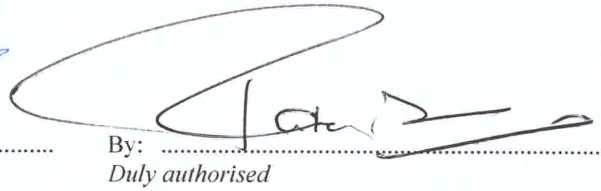
## GENERAL PROVISIONS APPLICABLE TO THE NOTES

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 Payment Days:	Abu Dhabi Hong Kong, London and New York
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:

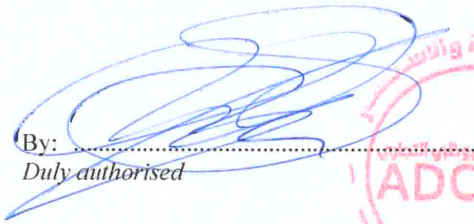
By:   
Duly authorised

**Kevin Taylor**  
Director

By:   
Duly authorised

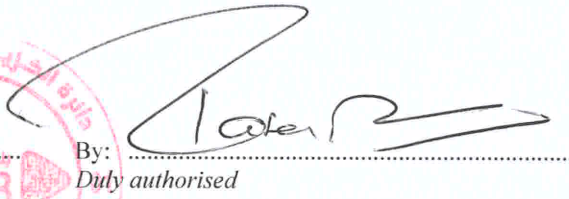
**Rajesh Raheja**  
Director

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

- (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 17 January 2019
- (b) Estimate of total expenses related to admission to trading: €1,000

### 2. RATINGS

The Notes to be issued are expected to be rated:

Standard & Poor's: A

### 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: 4.60 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 future yield.

### 5. OPERATIONAL INFORMATION

- (a) ISIN Code: XS1936814927
- (b) Common Code: 193681492
- (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 additional Paying Agent(s) (if any): Not Applicable

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

Not Applicable

### 7. THIRD PARTY INFORMATION

Not Applicable