

Final Terms dated 16 October 2020

ABU DHABI COMMERCIAL BANK PJSC

Legal Entity Identifier (LEI): 213800RWVKKIRX1AUH58

**Issue of U.S.\$50,000,000 Zero Coupon Notes due 2060
under the U.S.\$15,000,000,000
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 4 June 2020 which constitutes a base prospectus (the "**Base Prospectus**") for the purposes of Regulation (EU) 2017/1129 (as amended, the "**Prospectus Regulation**"). This document constitutes the applicable Final Terms of the Notes described herein for the purposes of Article 8(4) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus. Full information on the Issuer 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 on the website of the Luxembourg Stock Exchange (www.bourse.lu) 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.

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| 1. | Series Number: | 155 |
| 2. | Specified Currency or Currencies: | U.S. dollars ("U.S.\$") |
| 3. | Aggregate Nominal Amount of Notes admitted to trading: | U.S.\$50,000,000 |
| 4. | Issue Price: | 100 per cent. of the Aggregate Nominal Amount |
| 5. | (a) Specified Denominations (in the case of Registered Notes this means the minimum integral amount in which transfers can be made): | U.S.\$1,000,000 |
| | (b) Calculation Amount: | U.S.\$1,000,000 |
| 6. | (a) Issue Date: | 20 October 2020 |
| | (b) Interest Commencement Date: | Not Applicable |
| 7. | Maturity Date: | 20 October 2060, subject to adjustment in accordance with the Following Business Day Convention (for payment purposes only) |
| 8. | Interest Basis: | Zero Coupon |
| 9. | Redemption/Payment Basis: | The Final Redemption Amount will be determined as provided below (see paragraph 20) |
| 10. | Change of Interest Basis or Redemption/Payment Basis: | Not Applicable |

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| 11. | Put/Call Options: | Issuer Call |
| 12. | (a) Status of the Notes: | Senior |
| | (b) Date approval for issuance of Notes obtained: | 8 January 2020 |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 13. | Fixed Rate Note Provisions: | Not Applicable |
| 14. | Floating Rate Note Provisions: | Not Applicable |
| 15. | Reset Note Provisions: | Not Applicable |
| 16. | Zero Coupon Note Provisions: | Applicable |
| | (a) Accrual Yield: | 3.271 per cent. per annum |
| | (b) Reference Price: | U.S.\$1,000,000 per Calculation Amount |
| | (c) Day Count Fraction in relation to Early Redemption Amounts and late payment: | 30/360, unadjusted |

PROVISIONS RELATING TO REDEMPTION

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| 17. | Issuer Call: | Applicable |
| | (a) Optional Redemption Date(s): | 20 October 2025, 20 October 2030, 20 October 2035, 20 October 2040, 20 October 2045, 20 October 2050 and 20 October 2055, subject to adjustment in accordance with the Following Business Day Convention (for payment purposes only) |

(b) Optional Redemption Amount: The relevant Optional Redemption Amount (as a percentage of the Calculation Amount) will be the amount set out next to the corresponding Optional Redemption Date below:

Optional Redemption Date	Optional Redemption Amount as a percentage of the Calculation Amount (%)
20 October 2025	117.46051811%
20 October 2030	137.96973314%
20 October 2035	162.05996337%
20 October 2040	190.35647262%
20 October 2045	223.59369899%
20 October 2050	262.63431729%
20 October 2055	308.49162981%

(c) If redeemable in part: Not applicable

(d) Notice period: The Issuer will give notice of its intention to redeem the Notes not less than 5 New York and London Business Days prior to the relevant Optional Redemption Date

18. Investor Put: Not Applicable
19. Change of Control Put: Not Applicable
20. Final Redemption Amount: An amount equal to 362.35586669 per cent. per Calculation Amount
21. Early Redemption Amount payable on redemption for taxation reasons or on event of default: As per the Conditions

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22. 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

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|-----|--|-------------------------------|
| 23. | Additional Business Centre(s) relating to Payment Days: | New York and London |
| 24. | Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature): | No |
| 25. | Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made: | Not Applicable |
| 26. | Details relating to Instalment Notes: | Not Applicable |
| 27. | Redenomination applicable: | Redenomination not applicable |
| 28. | RMB Settlement Centre(s): | Not Applicable |
| 29. | RMB Currency Event: | Not Applicable |
| 30. | Relevant Currency for Condition 7.9 (<i>RMB Currency Event</i>): | Not Applicable |
| 31. | Relevant Spot Rate Screen Pages for Condition 7.9 (<i>RMB Currency Event</i>): | |
| | (i) Relevant Spot Rate Screen Page (Deliverable Basis): | Not Applicable |
| | (ii) Relevant Spot Rate Screen Page (Non-deliverable basis): | Not Applicable |
| 32. | Party responsible for calculating the Spot Rate for Condition 7.9 (<i>RMB Currency Event</i>): | Not Applicable |

Signed on behalf of the Issuer:

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 Euronext Dublin's regulated market with effect from the Issue Date
- (b) Estimate of total expenses related to admission to trading: EUR1,000

2. RATINGS

Ratings: The Notes to be issued have not been 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 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 or its affiliates in the ordinary course of business for which they may receive fees.

4. ESTIMATED NET PROCEEDS

U.S.\$50,000,000

5. YIELD (Fixed Rate Notes Only)

Indication of yield: Not Applicable

6. OPERATIONAL INFORMATION

- (a) ISIN Code: XS2245290072
- (b) Common Code: 224529007
- (c) FISN: As set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
- (d) CFI Code: As set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
- (e) CUSIP: Not Applicable
- (f) CINS: Not Applicable
- (g) Any clearing system(s) other than DTC, Euroclear Bank SA/NV and Not Applicable

Clearstream Banking S.A. and the relevant identification number(s):

- (h) Delivery: Delivery against payment
- (i) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

7. **PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS**

Not Applicable

8. **BENCHMARKS**

Details of benchmarks administrators and registration under Benchmarks Regulation Not Applicable

9. **THIRD PARTY INFORMATION**

Not Applicable