

FINAL TERMS

EU MiFID II PRODUCT GOVERNANCE – There are no manufacturers for the purposes of Directive 2014/65/EU (as amended, "**EU MiFID II**"). Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should consider (i) the target market for the Notes to be eligible counterparties and professional clients only, each as defined in EU MiFID II and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients to be appropriate; however, a distributor subject to EU MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the target market assessment) and determining appropriate distribution channels.

UK MiFIR PRODUCT GOVERNANCE – There are no manufacturers for the purposes of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**UK MiFIR**"). Any distributor should consider (i) the target market for the Notes to be eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in UK MiFIR and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients to be appropriate; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**UK MiFIR Product Governance Rules**") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the target market assessment) and determining appropriate distribution channels.

Singapore Securities and Futures Act Product Classification – Solely for the purposes of its obligations pursuant to sections 309B(1)(a) and 309B(1)(c) of the Securities and Futures Act 2001 of Singapore (as modified or amended from time to time, the "**SFA**"), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A of the SFA) that the Notes are "prescribed capital markets products" (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018).

Final Terms dated 14 February 2025

ABU DHABI COMMERCIAL BANK PJSC

Legal Entity Identifier (LEI): 213800RWVKKIRX1AUH58

**Issue of U.S.\$600,000,000 Floating Rate Notes due February 2030
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 28 August 2024, the supplement to the base prospectus dated 4 December 2024 and the supplement to the base prospectus dated 30 January 2025 which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of Regulation (EU) 2017/1129, as amended (the "**EU Prospectus Regulation**"). This document constitutes the applicable Final Terms of the Notes described herein for the purposes of Article 8(4) of the EU 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 Euronext Dublin (<https://live.euronext.com/>) 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) | Series Number: | 190 |
| | (b) | Tranche Number: | 1 |
| | (c) | Date on which the Notes become fungible: | Not Applicable |
| 2. | | Specified Currency or Currencies: | U.S. dollars ("U.S.\$") |
| 3. | | Aggregate Principal Amount of Notes admitted to trading: | |
| | (a) | Series: | U.S.\$600,000,000 |
| | (b) | Tranche: | U.S.\$600,000,000 |
| 4. | | Issue Price: | 100 per cent. of the Aggregate Principal Amount |
| 5. | (a) | Specified Denominations: | U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof |
| | (b) | Calculation Amount: | U.S.\$1,000 |
| 6. | (a) | Issue Date: | 26 February 2025 |
| | (b) | Interest Commencement Date: | Issue Date |
| 7. | | Maturity Date: | Interest Payment Date falling in or nearest to February 2030 |
| 8. | | Interest Basis: | Compounded Daily SOFR + 1.05 per cent. Floating Rate (further particulars below) |
| 9. | | Redemption/Payment Basis: | Redemption at par |
| 10. | | Change of Interest Basis or Redemption/Payment Basis: | Not Applicable |
| 11. | | Put/Call Options: | Not Applicable |
| 12. | (a) | Status of the Notes: | Senior |

- (b) Date approval for issuance of the Notes obtained: 7 March 2024

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

- | | | |
|-------|---|---|
| 13. | Fixed Rate Note Provisions: | Not Applicable |
| 14. | Floating Rate Note Provisions: | Applicable |
| (a) | Specified Period(s)/Specified Interest Payment Dates: | 26 February, 26 May, 26 August and 26 November in each year from and including 26 May 2025 up to and including the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out in (b) below |
| (b) | Business Day Convention: | Modified Following Business Day Convention |
| (c) | Additional Business Centre(s): | London, New York and Taipei |
| (d) | Manner in which the Rate of Interest and Interest Amount is to be determined: | Screen Rate Determination |
| (e) | Party responsible for calculating the Rate of Interest and Interest Amount: | Principal Paying Agent |
| (f) | Screen Rate Determination: | Applicable |
| (i) | Reference Rate: | SOFR |
| (ii) | Index Determination: | Not Applicable |
| (iii) | Interest Determination Date(s): | The fifth U.S. Government Securities Business Day immediately preceding the Interest Payment Date for each Interest Period (or immediately preceding such earlier date, if any, on which the Notes are due and payable). |
| (iv) | Relevant Screen Page: | Reuters Screen SOFR Page |
| (v) | Relevant Time: | Not Applicable |

	(vi)	Relevant Financial Centre:	Not Applicable
	(vii)	Calculation Method:	Compounded Daily
	(viii)	Observation Method:	Observation Shift
	(ix)	Observation Lookback Period:	Five U.S. Government Securities Business Days
	(x)	D:	360
	(xi)	Effective Interest Payment Date:	Not Applicable
	(xii)	Rate Cut-off Date:	Not Applicable
	(g)	ISDA Determination:	Not Applicable
	(h)	Linear Interpolation:	Not Applicable
	(i)	Margin(s):	+ 1.05 per cent. per annum
	(j)	Minimum Rate of Interest:	0.00 per cent. per annum
	(k)	Maximum Rate of Interest:	Not Applicable
	(l)	Day Count Fraction:	Actual/360
15.		Reset Note Provisions:	Not Applicable
16.		Zero Coupon Note Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17.		Issuer Call:	Not Applicable
18.		Investor Put:	Not Applicable
19.		Change of Control Put:	Not Applicable
20.		Final Redemption Amount:	U.S.\$1,000 per Calculation Amount
21.	(a)	Early Redemption Amount payable on redemption for taxation reasons or on event of default:	U.S.\$1,000 per Calculation Amount
	(b)	Notice period on redemption for tax reasons	Not Applicable – in line with Conditions

(if different from Condition
8.2 (*Redemption for tax
reasons*)).

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22.	Form of Notes:	Registered Notes: Regulations S Global Note registered in the name of a nominee for a common depository for Euroclear and Clearstream, Luxembourg Reg. S Compliance Category 2; TEFRA not applicable
23.	Additional Business Centre(s) relating to Payment Days:	London, New York and Taipei
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>):	
	(a) Relevant Spot Rate Screen Page (Deliverable Basis):	Not Applicable

- | | | |
|-----|--|----------------|
| | (b) 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

By:
Duly authorised

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 Euronext Dublin's regulated market with effect from the Issue Date.

Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Taipei Exchange ("TPEX") in the Republic of China (the "ROC") for the listing and trading of the Notes on the TPEX. The Notes will be traded on the TPEX pursuant to the applicable rules of the TPEX. The effective date of listing of the Notes on the TPEX is on or about the Issue Date. TPEX is not responsible for the content of this document and the Base Prospectus and any supplement or amendment thereto and no representation is made by the TPEX to the accuracy or completeness of this document and the Base Prospectus and any supplement or amendment thereto. The TPEX expressly disclaims any and all liability for any losses arising from, or as a result of the reliance on, all or part of the contents of this document, the Base Prospectus or any supplement or amendment thereto. Admission to listing and trading on the TPEX shall not be taken as an indication of the merits of the Issuer or the Notes

- (b) Estimate of total expenses related to admission to trading: EUR1,000 in relation to the listing and trading of the Notes on Euronext Dublin

New Taiwan Dollar ("NTD") 70,000 in relation to the listing and trading of the Notes on the TPEX

2. RATINGS

Ratings:

The Notes to be issued are expected to be rated:

Fitch Ratings Limited ("**Fitch**"): A+

S&P Global Ratings Europe Limited ("**Standard & Poor's**"): A

Fitch is not established in the European Economic Area (the "EEA") and registered under Regulation (EC) No. 1060/2009 on credit rating agencies, as amended (the "EU CRA Regulation"). The rating Fitch has given to the Notes is endorsed by Fitch Ratings Ireland Limited, which is established in the EEA and registered under the EU CRA Regulation. Standard & Poor's is established in the EEA and registered under the EU CRA Regulation. As such, each of Fitch Ratings Ireland Limited and Standard & Poor's is included in the list of credit rating agencies published by the ESMA on its website (at <https://www.esma.europa.eu/supervision/credit-rating-agencies/risk>) in accordance with the EU CRA Regulation.

Fitch is established in the United Kingdom and registered under Regulation (EC) No. 1060/2009 as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the "UK CRA Regulation"). Standard & Poor's is not established in United Kingdom and registered under the UK CRA Regulation. The rating Standard & Poor's has given to the Notes is endorsed by S&P Global Ratings UK Limited, which is established in the United Kingdom and registered under the UK CRA Regulation. As such, each of S&P Global Ratings UK Limited and Fitch is included in the list of registered credit rating agencies on the UK Financial Conduct Authority's Financial Services Register.

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

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

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

Indication of yield: Not Applicable

5. **OPERATIONAL INFORMATION**

- | | | |
|-----|---|----------------------------------|
| (a) | ISIN Code: | XS3003311902 |
| (b) | Common Code: | 300331190 |
| (c) | FISN: | ABU DHABI COM.B/VAR MTN 20300226 |
| (d) | CFI Code: | DTVXFR |
| (e) | CUSIP: | Not Applicable |
| (f) | CINS: | Not Applicable |
| (g) | Any clearing system(s) other than DTC, Euroclear Bank SA/NV (" Euroclear ") and Clearstream Banking S.A. (" Clearstream ") and the relevant identification number(s): | Not Applicable |
| (h) | Delivery: | Delivery against payment |
| (i) | Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |

6. GREEN NOTES, REASONS FOR THE OFFER AND ESTIMATED NET AMOUNT OF PROCEEDS

- | | |
|-------------------------|---|
| Green Notes: | No |
| Reasons for the offer: | See " <i>Use of Proceeds</i> " in the Base Prospectus |
| Estimated net proceeds: | U.S.\$599,400,000 |

7. PROHIBITION OF SALES TO EEA RETAIL INVESTORS

Not Applicable

8. PROHIBITION OF SALES TO UK RETAIL INVESTORS

Not Applicable

9. BENCHMARKS

- | | |
|--|--|
| Details of benchmarks administrators and registration under the EU Benchmarks Regulation | SOFR is provided by the Federal Reserve Bank of New York. As at the date hereof, the Federal Reserve Bank of New York does not appear in the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to Article 36 of Regulation (EU) |
|--|--|

2016/1011 (the "EU Benchmarks Regulation"). As far as the Issuer is aware, as at the date hereof, SOFR does not fall within the scope of the EU Benchmark Regulation

10. **THIRD PARTY INFORMATION**

Not Applicable