

## IMPORTANT NOTICE

### **THIS OFFERING IS AVAILABLE ONLY TO INVESTORS WHO ARE ADDRESSEES OUTSIDE OF THE UNITED STATES AND ARE NOT U.S. PERSONS**

IMPORTANT: You must read the following before continuing. The following applies to the attached pricing supplement following this page (the “**Pricing Supplement**”), and you are therefore advised to read this carefully before reading, accessing or making any other use of the Pricing Supplement. In accessing the Pricing Supplement, you agree to be bound by the following terms and conditions, including any modifications to them any time you receive any information from us as a result of such access.

NOTHING IN THIS ELECTRONIC TRANSMISSION CONSTITUTES AN OFFER OF SECURITIES FOR SALE IN THE UNITED STATES OR ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DO SO. THE SECURITIES HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE UNITED STATES SECURITIES ACT 1933, AS AMENDED (THE “**SECURITIES ACT**”), OR THE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES OR OTHER JURISDICTION AND THE SECURITIES MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, U.S. PERSONS (AS DEFINED IN REGULATIONS UNDER THE SECURITIES ACT (“**REGULATION S**”). THIS OFFERING IS MADE SOLELY TO NON-U.S. PERSONS IN OFFSHORE TRANSACTIONS PURSUANT TO REGULATIONS UNDER THE SECURITIES ACT.

THE ATTACHED PRICING SUPPLEMENT MAY NOT BE DOWNLOADED, FORWARDED OR DISTRIBUTED, IN WHOLE OR IN PART, TO ANY OTHER PERSON AND MAY NOT BE REPRODUCED IN ANY MANNER WHATSOEVER, AND IN PARTICULAR, MAY NOT BE FORWARDED TO ANY U.S. ADDRESS. ANY DOWNLOADING, FORWARDING, DISTRIBUTION OR REPRODUCTION OF THIS DOCUMENT IN WHOLE OR IN PART IS UNAUTHORISED. FAILURE TO COMPLY WITH THIS DIRECTIVE MAY RESULT IN A VIOLATION OF THE SECURITIES ACT OR THE APPLICABLE LAWS OF OTHER JURISDICTIONS. IF YOU HAVE GAINED ACCESS TO THIS TRANSMISSION CONTRARY TO ANY OF THE FOREGOING RESTRICTIONS, YOU ARE NOT AUTHORISED AND WILL NOT BE ABLE TO PURCHASE ANY OF THE SECURITIES DESCRIBED THEREIN.

**Confirmation of your Representation:** In order to be eligible to view the attached Pricing Supplement or make an investment decision with respect to the securities, investors must be a non-U.S. person purchasing the securities outside the United States in an offshore transaction in reliance on Regulation S under the Securities Act. By accepting the e-mail and accessing the attached Pricing Supplement, you shall be deemed to have represented to ABCI Capital Limited, Agricultural Bank of China Limited Hong Kong Branch, Bank of China Limited, London Branch, Crédit Agricole Corporate and Investment Bank, Emirates NBD Bank PJSC, Industrial and Commercial Bank of China Limited, Dubai (DIFC) Branch, Mizuho Securities Asia Limited, Standard Chartered Bank, Agricultural Bank of China Limited Macao Branch, Australia and New Zealand Banking Group Limited, Bank of China (Hong Kong) Limited, Bank of Communications Co., Ltd. Hong Kong Branch, China CITIC Bank International Limited, China Construction Bank (Asia) Corporation Limited, China Galaxy International Securities (Hong Kong) Co., Limited, China Industrial Securities International Brokerage Limited, China International Capital Corporation Hong Kong Securities Limited, China Securities (International) Corporate Finance Company Limited, CLSA Limited, CMBC Securities Company Limited, CMB Wing Lung Bank Limited, CNCB (Hong Kong) Capital Limited, DBS Bank Ltd., Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, The Hongkong and Shanghai Banking Corporation Limited, Industrial Bank Co., Ltd. Hong

Kong Branch and Shanghai Pudong Development Bank Co., Ltd., Hong Kong Branch (each in its capacity as joint lead manager) (together, the “**Joint Lead Managers**”) and Agricultural Bank of China Limited (DIFC Branch) as the issuer (the “**Issuer**”) (1) that you and any customers you represent are, and that the electronic mail address that you gave the Issuer or the Joint Lead Managers and to which this e-mail has been delivered is, not located in the United States, (2) that you are not a U.S. person, or acting to, the account or benefit of a U.S. person (in each case as defined in Regulation S) and (3) that you consent to delivery of the attached Pricing Supplement and any amendments or supplements thereto by electronic transmission.

You are reminded that the attached Pricing Supplement has been delivered to you on the basis that you are a person into whose possession the Pricing Supplement may be lawfully delivered in accordance with the laws of the jurisdiction in which you are located and you may not, nor are you authorised to, deliver or disclose the contents of the Pricing Supplement to any other person. You should not reply by e-mail to this notice, and you may not purchase any securities by doing so. Any reply e-mail communications, including those you generate by using the “Reply” function on your e-mail software, will be ignored or rejected.

The attached Pricing Supplement does not constitute, and may not be used in connection with, an offer or solicitation in any place where offers or solicitations are not permitted by law. If a jurisdiction requires that the offering be made by a licensed broker or dealer and the Joint Lead Managers or any affiliate of the Joint Lead Managers is a licensed broker or dealer in that jurisdiction, the offering shall be deemed to be made by the Joint Lead Managers or such affiliate on behalf of the Issuer in such jurisdiction.

The attached Pricing Supplement has been sent to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of electronic transmission and consequently none of the Issuer, the Joint Lead Managers or the Agents (as defined below), nor any person who controls any of them, nor any director, officer, employee, nor agent of any of them, or affiliate of any such person accepts any liability or responsibility whatsoever in respect of any difference between the Pricing Supplement distributed to you in electronic format and the hard copy version available to you on request from the Joint Lead Managers.

You are responsible for protecting against viruses and other destructive items. Your use of this e-mail is at your own risk and it is your responsibility to take precautions to ensure that it is free from viruses and other items of a destructive nature.

## Pricing Supplement dated 13 August 2024

### **Agricultural Bank of China (DIFC Branch) (the “Issuer”)**

Issue of U.S.\$400,000,000 Floating Rate Notes due 2027 (the “Notes”)  
under the U.S.\$15,000,000,000 Medium Term Note Programme of  
Agricultural Bank of China Limited (the “Programme”)

**PRIIPs REGULATION – PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the “EEA”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “MiFID II”); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the “Insurance Distribution Directive”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the “PRIIPs Regulation”) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**UK PRIIPs REGULATION – PROHIBITION OF SALES TO UK RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the “UK”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “EUWA”); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the “FSMA”) and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA. Consequently, no key information document required by the PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the “UK PRIIPs Regulation”) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**UK MIFIR 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 only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“UK MiFIR”); 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 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 manufacturer’s target market assessment) and determining appropriate distribution channels.

This document constitutes the Pricing Supplement relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions (the “**Conditions**”) set forth in the offering circular dated 16 January 2024 (the “**Principal Offering Circular**”). This Pricing Supplement contains the final terms of the Notes and must be read in conjunction with the Principal Offering Circular and the final offering document dated 13 August 2024 (together with the Principal Offering Circular, the “**Offering Circular**”). Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Offering Circular. In particular, investors in the Notes should read the section titled “Risk Factors” contained in the Offering Circular, which applies to the issue of Notes described herein. The Offering Circular and the Pricing Supplement are available for viewing on the website of Nasdaq Dubai (<http://www.nasdaqdubai.com>).

<b>1</b>	Issuer:	Agricultural Bank of China (DIFC Branch) Office No. 2901, Level 29 Al Fattan Currency House Tower 2 DIFC, PO Box 124803 Dubai, United Arab Emirates
<b>2</b>	(i) Series Number:	353
	(ii) Tranche Number (If fungible with an existing Series, details of that Series, including the date on which the Notes become fungible.)	001
	(iii) Tax Jurisdiction:	The Dubai International Financial Centre
<b>3</b>	Specified Currency or Currencies:	United States dollars (“ <b>U.S.\$</b> ”)
<b>4</b>	Aggregate Nominal Amount:	
	(i) Series:	U.S.\$400,000,000
	(ii) Tranche:	U.S.\$400,000,000
<b>5</b>	(i) Issue Price:	100.0 per cent. of the Aggregate Nominal Amount
	(ii) Net Proceeds:	Approximately U.S.\$399.3 million
<b>6</b>	(i) Specified Denominations:	U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof
	(ii) Calculation Amount:	U.S.\$1,000
<b>7</b>	(i) Issue Date:	20 August 2024
	(ii) Interest Commencement Date:	Issue Date
<b>8</b>	Maturity Date:	Interest Payment Date falling on or nearest to 20 August 2027.

<b>9</b>	Interest Basis:	SOFR Compounded Index + 0.55 per cent. per annum Floating Rate (further particulars specified below)
<b>10</b>	Redemption / Payment Basis:	Redemption at par
<b>11</b>	Change of Interest or Redemption / Payment Basis:	Not Applicable
<b>12</b>	Put / Call Options:	Not Applicable
<b>13</b>	Status of the Notes:	Senior Notes
<b>14</b>	NDRC approval(s) / reporting:	<p>The Certificate of Examination and Registration for Foreign Debt Issuances (《企业借用外债审核登记证明》(发改办外债【2024】317号)) dated 4 June 2024 granted by the NDRC to the Bank pursuant to the Administrative Measures for the Examination and Registration of Medium- and Long-term Foreign Debts of Enterprises (《企业中长期外债审核登记管理办法》) (the “<b>NDRC Administrative Measures</b>”); and the approval dated 12 August 2024 issued by the Bank authorising the Issuer to utilise the foreign debt quota granted by the NDRC.</p> <p>The requisite information and documents in connection with the Notes shall be provided to the NDRC within the prescribed timeframe after the Issue Date in accordance with the NDRC Administrative Measures.</p>
<b>15</b>	Listing:	<p>Application will be made to the Dubai Financial Services Authority (the “<b>DFSA</b>”) for the Notes to be admitted to the official list of securities maintained by the DFSA (the “<b>DFSA Official List</b>”) and to Nasdaq Dubai for the Notes to be admitted to trading on Nasdaq Dubai. Expected effective listing date of the Notes on the DFSA Official List and admission of the Notes to trading on Nasdaq Dubai is 21 August 2024.</p>
<b>16</b>	Method of distribution:	Syndicated

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

<b>17</b>	Fixed Rate Note Provisions:	Not Applicable
<b>18</b>	Floating Rate Note Provisions:	Applicable
	(i) Interest Period(s):	<p>As per the Conditions</p> <p>The end date of each Interest Period shall be subject to adjustment in accordance with the Business Day Convention specified in paragraph 18(iii) below</p>

(ii)	Specified Interest Payment Dates:	20 February, 20 May, 20 August and 20 November of each year commencing on and including the first Interest Payment Date of 20 November 2024 up to and including the Maturity Date, subject, in each case, to adjustment in accordance with the Business Day Convention specified in paragraph 18(iii) below
(iii)	Business Day Convention:	Modified Following Business Day Convention
(iv)	Business Centre(s) (Condition 5(j)):	Not Applicable
(v)	Manner in which the Rate(s) of Interest is/are to be determined:	Screen Rate Determination (SOFR) – as specified in paragraph 18(ix) below
(vi)	Interest Period Date(s):	As defined in the Conditions
(vii)	Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent):	China Construction Bank (Asia) Corporation Limited (中國建設銀行(亞洲)股份有限公司)
(viii)	Screen Rate Determination (Condition 5(b)(iii)(B)):	Not Applicable
	– Reference Rate:	Not Applicable
	– Interest Determination Date:	Not Applicable
	– Relevant Screen Page:	Not Applicable
(ix)	Screen Rate Determination (SOFR) (Condition 5(b)(iii)(C)):	
	– Reference Rate:	SOFR Benchmark – SOFR Compounded Index
	– Compounded Daily SOFR Method:	Not Applicable
	– Interest Determination Date(s):	The fifth U.S. Government Securities Business Day prior to the last day of each Interest Accrual Period
	– Lookback Days:	Not Applicable
	– SOFR Observation Shift Days:	Five (5) U.S. Government Securities Business Days

	–	SOFR Rate Cut-Off Date:	Not Applicable
	–	Interest Payment Delay Days:	Not Applicable
(x)		ISDA Determination (Condition 5(b)(iii)(A)):	Not Applicable
(xi)		Linear Interpolation:	Not Applicable
(xii)		Margin(s):	+ 0.55 per cent. per annum
(xiii)		Minimum Rate of Interest:	Not Applicable
(xiv)		Maximum Rate of Interest:	Not Applicable
(xv)		Day Count Fraction (Condition 5(j)):	Actual/360
(xvi)		Fall back provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the Conditions:	Condition 5(b)(v) ( <i>Benchmark Replacement (SOFR)</i> ) applies
<b>19</b>		Zero Coupon Note Provisions:	Not Applicable
<b>20</b>		Index Linked Interest Note Provisions:	Not Applicable
<b>21</b>		Dual Currency Note Provisions:	Not Applicable
<b>PROVISIONS RELATING TO REDEMPTION</b>			
<b>22</b>		Call Option:	Not Applicable
<b>23</b>		Put Option:	Not Applicable
<b>24</b>		Final Redemption Amount of each Note:	U.S.\$1,000 per Calculation Amount
<b>25</b>		Early Redemption Amount:  Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons (Condition 6(c)) or Event of Default (Condition 10(a) or 10(b)) and / or the method of calculating the same (if required or if different from that set out in the Conditions):	U.S.\$1,000 per Calculation Amount
<b>GENERAL PROVISIONS APPLICABLE TO THE NOTES</b>			
<b>26</b>		Form of Notes:	Registered Notes

		Permanent Global Certificate exchangeable for Definitive Certificates in the limited circumstances specified in the permanent Global Certificate
<b>27</b>	Financial Centre(s) (Condition 7(h)) or other special provisions relating to payment dates:	New York City, Hong Kong and Dubai
<b>28</b>	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	Not Applicable
<b>29</b>	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:	Not Applicable
<b>30</b>	Details relating to Instalment Notes:	Not Applicable
<b>31</b>	Redenomination, renominatisation and reconventioning provisions:	Not Applicable
<b>32</b>	Consolidation provisions:	Not Applicable
<b>33</b>	Other terms or special conditions:	Not Applicable

#### **DISTRIBUTION**

<b>34</b>	(i) If syndicated, names of Managers:	<p>ABCI Capital Limited, Agricultural Bank of China Limited Hong Kong Branch, Bank of China Limited, London Branch, Crédit Agricole Corporate and Investment Bank, Emirates NBD Bank PJSC, Industrial and Commercial Bank of China Limited, Dubai (DIFC) Branch, Mizuho Securities Asia Limited, Standard Chartered Bank, Agricultural Bank of China Limited Macao Branch, Australia and New Zealand Banking Group Limited, Bank of China (Hong Kong) Limited, Bank of Communications Co., Ltd. Hong Kong Branch, China CITIC Bank International Limited, China Construction Bank (Asia) Corporation Limited, China Galaxy International Securities (Hong Kong) Co., Limited, China Industrial Securities International Brokerage Limited, China International Capital Corporation Hong Kong Securities Limited, China Securities (International) Corporate Finance Company Limited, CLSA Limited, CMBC Securities</p>
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		Company Limited, CMB Wing Lung Bank Limited, CNCB (Hong Kong) Capital Limited, DBS Bank Ltd., Guotai Junan Securities (Hong Kong) Limited, Haitong International Securities Company Limited, The Hongkong and Shanghai Banking Corporation Limited, Industrial Bank Co., Ltd. Hong Kong Branch and Shanghai Pudong Development Bank Co., Ltd., Hong Kong Branch
	(ii) Stabilisation Manager (if any):	Any one of the Joint Lead Managers in its capacity as stabilisation manager <i>provided that</i> China CITIC Bank International Limited shall not be acting as the Stabilisation Manager
<b>35</b>	If non-syndicated, name of Dealer:	Not Applicable
<b>36</b>	U.S. Selling Restrictions:	Reg. S Category 2; TEFRA Not Applicable
<b>37</b>	Additional selling restrictions:	Not Applicable
<b>38</b>	Singapore Sales to Institutional Investors and Accredited Investors only:	Applicable

#### **OPERATIONAL INFORMATION**

<b>39</b>	ISIN Code:	XS2879366644
<b>40</b>	Common Code:	287936664
<b>41</b>	CMU Instrument Number:	Not Applicable
<b>42</b>	Legal Entity Identifier:	The legal entity identifier of Agricultural Bank of China Limited is 549300E7TSGLCOVSY746
<b>43</b>	Any clearing system(s) other than Euroclear, Clearstream, Luxembourg and the CMU Service and the relevant identification number(s):	Not Applicable
<b>44</b>	Delivery:	Delivery against payment
<b>45</b>	Additional Paying Agents (if any):	Not Applicable

#### **GENERAL**

<b>46</b>	The aggregate principal amount of Notes issued has been translated into U.S. dollars at the rate of [●], producing a sum of (for Notes not denominated in U.S. dollars):	Not Applicable
<b>47</b>	In the case of Registered Notes, specify the location of the office of the Registrar if other than Hong Kong:	Not Applicable

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|-----------|---|--|
| <b>48</b> | In the case of Bearer Notes, specify the location of the office of the Fiscal Agent if other than London:   | Not Applicable   |
| <b>49</b> | Ratings:  | The Notes are expected to be rated "A1" by Moody's Investors Service Hong Kong Ltd.  |
| <b>50</b> | Private Bank Rebate:  | Not Applicable   |
| <b>51</b> | Contact email addresses where underlying investor information in relation to omnibus orders should be sent: | abcic.dcm@abci.com.hk;<br>abchk.dcm@abchina.com;<br>dcm.emea@uk.bankofchina.com;<br>GCDCM.execution@ca-cib.com; HKG-Syndicate@ca-cib.com;<br>dcmsf@emiratesnbd.com;<br>dcmcorporate@dxb.icbc.com.cn;<br>Omnibus_Bond@hk.mizuho-sc.com;<br>SYNHK@SC.COM; abcmtn@bochk.com;<br>ccba_dcm@asia.ccb.com; dcm@xyzq.com.hk;<br>CM_SYN_HK@cicc.com.cn;<br>ib.dcm.fig@clsa.com; dcm@cmbccap.com;<br>dcm.ig@gtjas.com.hk and cmd_dcm@cibhk.com |
| <b>52</b> | Marketing and Investor Targeting Strategy:  | As indicated in the Offering Circular  |

## USE OF PROCEEDS

The Issuer intends to use the net proceeds of the issue of the Notes for its general corporate purposes with a focus on the United Arab Emirates and other Belt and Road Initiative partner countries.

## LISTING APPLICATION

This Pricing Supplement comprises the final terms required for the listing of the Notes on the DFSA Official List and the issue and admission to trading on the Nasdaq Dubai of the Notes described herein pursuant to the U.S.\$15,000,000,000 Medium Term Note Programme of Agricultural Bank of China Limited. Application has been made to the DFSA for the Notes to be admitted to the DFSA Official List and to Nasdaq Dubai for the Notes to be admitted to trading on Nasdaq Dubai.

## STABILISATION

In connection with the issue of any Tranche of Notes, any one of the Joint Lead Managers appointed and acting in its capacity as Stabilisation Manager(s) (or persons acting on behalf of any Stabilisation Manager(s)) in this Pricing Supplement may over-allot Notes or effect transactions with a view to supporting the market price of the Notes at a level higher than that which might otherwise prevail *provided* that China CITIC Bank International Limited shall not be acting in such capacity. However, there is no assurance that the Stabilisation Manager(s) (or persons acting on behalf of any Stabilisation Manager(s)) will undertake stabilisation action. Any stabilisation action may begin on or after the date on which adequate public disclosure of the terms of the offer of the relevant Tranche of Notes is made and, if begun, may be ended at any time, but it must end no later than the earlier of 30 days after the issue date of the relevant Tranche of Notes and 60 days after the date of the

allotment of the relevant Tranche of Notes. Any stabilisation action or over-allotment must be conducted by the relevant Stabilisation Manager(s) (or persons acting on behalf of any Stabilisation Manager(s)) in accordance with all applicable laws and rules.

## **MATERIAL ADVERSE CHANGE STATEMENT**

There has been no significant change in the financial or trading position of the Issuer or of the Group since 31 December 2023 and no material adverse change in the financial position or prospects of the Issuer or of the Group since 31 December 2023.

## **LITIGATION**

The Issuer is not involved in any material litigation or arbitration proceedings relating to claims or amounts which are material in the context of the issue of the Notes, nor is the Issuer aware that any such proceedings are pending or threatened, during the 12 months prior to the date of this Pricing Supplement.

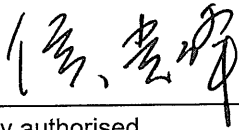
## **RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

As the Issuer is not the Hong Kong branch of Agricultural Bank of China Limited, by signing this Pricing Supplement and delivering it to the Fiscal Agent, the Issuer agrees to become a party to the Agency Agreement in place of the Hong Kong Branch (as defined therein).

Signed on behalf of Agricultural Bank of China (DIFC Branch):

*(Incorporated in the People's Republic of China with limited liability)*

By:  \_\_\_\_\_  
Duly authorised