

Final Terms dated 19 September 2014



International Finance Corporation

CNY 1,000,000,000 3.10 per cent. Notes due 2019

under its

Global Medium-Term Note Program

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 Prospectus dated June 3, 2008 (the "**Prospectus**"). This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with the Prospectus. Full information on International Finance Corporation (the "**Corporation**") and the offer of the Notes is only available on the basis of the combination of this Final Terms and the Prospectus. The Prospectus may be obtained (without charge) from the office of the Corporation at 2121 Pennsylvania Avenue, N.W., Washington D.C., 20433 U.S.A. and is available for viewing at the website of the Corporation (www.ifc.org).

THE NOTES ARE NOT AN OBLIGATION OF THE INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT OR OF ANY GOVERNMENT.

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| 1. Issuer: | International Finance Corporation |
| 2. (i) Series Number: | 1353 |
| (ii) Tranche Number: | 1 |
| 3. Specified Currency or Currencies: | Renminbi (" CNY ") |
| 4. Aggregate Nominal Amount: | |
| (i) Series: | CNY 1,000,000,000 |
| (ii) Tranche: | CNY 1,000,000,000 |
| 5. Issue Price: | 100.00 per cent. of the Aggregate Nominal Amount |
| 6. (i) Specified Denominations: | CNY 10,000 |
| (ii) Calculation Amount: | CNY 10,000 |
| 7. (i) Issue Date: | 24 September 2014 |
| (ii) Interest Commencement Date: | Issue Date |

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|---|--|
| 8. Maturity Date: | 24 September 2019, adjusted in accordance with item 26 below |
| 9. Interest Basis: | 3.10 per cent. Fixed Rate |
| 10. Redemption/Payment Basis: | Redemption at par |
| 11. Change of Interest or Redemption/Payment Basis: | Not Applicable |
| 12. Put/Call Options: | Not Applicable |
| 13. Status of the Notes: | Senior |
| 14. Method of distribution: | Syndicated |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 15. Fixed Rate Note Provisions: | Applicable |
| (i) Rate of Interest: | 3.10 per cent. per annum payable semi-annually in arrear |
| (ii) Interest Payment Date(s): | 24 March and 24 September in each year, beginning 24 March 2015, adjusted for payment only in accordance with the Modified Following Business Day Convention |
| (iii) Fixed Coupon Amount(s): | CNY 310.00 |
| (iv) Broken Amount(s): | Not Applicable |
| (v) Day Count Fraction: | Actual/365 (Fixed) |
| (vi) Determination Dates: | Not Applicable |
| (vii) Other terms relating to the method of calculating interest for Fixed Rate Notes: | Not Applicable |
| 16. Floating Rate Note Provisions: | Not Applicable |
| 17. Zero Coupon Note Provisions: | Not Applicable |
| 18. Index Linked Interest Note/other variable-linked interest Note Provisions: | Not Applicable |
| 19. Dual Currency Note Provisions: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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|---|-----------------------------------|
| 20. Call Option: | Not Applicable |
| 21. Put Option: | Not Applicable |
| 22. Final Redemption Amount of each Note: | CNY 10,000 per Calculation Amount |
| 23. Early Redemption Amount: | CNY 10,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24. Form of Notes:	Registered Notes: Global Certificate available on Issue Date
25. New Global Note (NGN):	No
26. Financial Centre(s) or other special provisions relating to payment dates:	Hong Kong and New York Notwithstanding Condition 6(h), if any payment date would fall on a date which is not a business day, the relevant date will be the first following day which is a business day, unless that day falls in the next calendar month, in which case the relevant date will be the first preceding day which is a business day. In the above paragraph, "business day" means a day on which banks and foreign exchange markets are open for business in (i) the relevant place of presentation, (ii) any Financial Centres and (iii) the principal financial centre of the country of the relevant currency.
27. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
28. 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 Corporation to forfeit the Notes and interest due on late payment:	Not Applicable
29. Details relating to installment Notes: amount of each installment, date on which each payment is to be made:	Not Applicable
30. Redenomination, renominialization and reconventioning provisions:	Not Applicable
31. Consolidation provisions:	Not Applicable
32. Additional terms:	Applicable
(i) Governing law:	English
(ii) Others:	All payments in respect of the Notes will be made by transfer to the renminbi account maintained by the payee with a bank in Hong Kong. See Annex A for certain modifications to the Conditions with respect to the Notes.

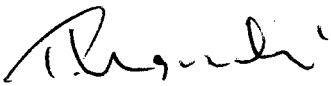
DISTRIBUTION

33. (i) If syndicated, names and addresses of Managers and allotments: BNP Paribas: CNY333,330,000
Industrial and Commercial Bank of China (Asia) Limited: CNY333,330,000
Standard Chartered Bank: CNY333,340,000
- (ii) Date of Terms Agreement: 19 September 2014
- (iii) Stabilizing Manager(s) (if any): Standard Chartered Bank
34. If non-syndicated, name and address of Dealer: Not Applicable
35. Additional selling restrictions:
- (a) **People's Republic of China:**
The Dealer has represented and agreed that the Notes are not being offered or sold and may not be offered or sold, directly or indirectly, in the People's Republic of China (for such purposes, not including Hong Kong and Macau Special Administrative Regions or Taiwan), except as permitted by the securities laws of the People's Republic of China.
- (b) **Hong Kong:**
The Dealer has represented and agreed that it has not issued or had in its possession for the purposes of issue, and will not issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the Notes, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to the Notes which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571 of Hong Kong) and any rules made under that Ordinance.

RESPONSIBILITY

The Corporation accepts responsibility for the information contained in this Final Terms.

Signed on behalf of the Corporation:

By: 

Duly authorized

PART B – OTHER INFORMATION

LISTING

- (i) Listing: The official list of the London Stock Exchange
- (ii) Admission to trading: Application has been made to the London Stock Exchange for the Notes to be admitted to trading on the London Stock Exchange's regulated market with effect from 24 September 2014.

RATINGS

Ratings: The Notes to be issued have been rated:
S & P: AAA
Moody's: Aaa

INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Plan of Distribution" in the Prospectus, so far as the Corporation is aware, no person involved in the offer of the Notes has an interest material to the offer.

OPERATIONAL INFORMATION

Intended to be held in a manner which would allow Eurosystem eligibility: No

ISIN Code: XS1111687684

Common Code: 111168768

CUSIP: Not Applicable

CINS: Not Applicable

Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, *société anonyme* and The Depository Trust Company and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

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

GENERAL

Applicable TEFRA exemption: Not Applicable

ANNEX A - MODIFICATIONS TO THE CONDITIONS

The Terms and Conditions shall be further modified as set forth below for the purposes of the Notes that are subject to these Final Terms:

1 Defined terms:

The following defined terms shall be inserted:

“**PRC**” means the People’s Republic of China which, for the purpose of these Conditions, shall exclude Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan.”

“**Spot Rate**” means the spot Renminbi/U.S. dollar exchange rate for the purchase of U.S. dollars with Renminbi in the over-the-counter Renminbi exchange market in Hong Kong for settlement in two business days, as determined by the Calculation Agent at or around 11.00 a.m. (Hong Kong time) on the Determination Date, on a deliverable basis by reference to Reuters Screen Page TRADCNY3, or if no such rate is available, on a non-deliverable basis by reference to Reuters Screen Page TRADNDF. If neither rate is available, the Calculation Agent will determine the Spot Rate at or around 11.00 a.m. (Hong Kong time) on the Determination Date as the most recently available Renminbi/U.S. dollar official fixing rate for settlement in two business days reported by The State Administration of Foreign Exchange of the PRC, which is reported on the Reuters Screen Page CNY=SAEC. Reference to a page on the Reuters Screen means the display page so designated on the Reuters Monitor Money Rates Service (or any successor service) or such other page as may replace that page for the purpose of displaying a comparable currency exchange rate.”

2 Condition 6 (Payment):

Condition 6(i) shall be replaced with the following:

“**Currency of Payment:** If the Specified Currency is no longer used by the government of the PRC for the payment of public and private debts or used for settlement of transactions by public institutions in the PRC or, in the reasonable opinion of the Calculation Agent, is not expected to be available, when any payment on the Notes is due as a result of circumstances beyond the control of the Corporation, the Corporation shall be entitled to satisfy its obligations in respect of such payment by making such payment in U.S. dollars on the basis of the Spot Rate on the second Business Day prior to such payment (the “**Determination Date**”) or, if such rate is not available on the Determination Date, on the basis of the Spot Rate most recently available prior to such Determination Date, as determined by the Calculation Agent. Any payment made under such circumstances in U.S. dollars, will constitute valid payment, and will not constitute a default in respect of the Notes. For these purposes “**Business Day**” means a day (other than a Saturday or Sunday) on which commercial banks are open for general business (including dealings in foreign exchange) in Hong Kong and New York.”

