

Series No.: 12

Tranche No.: 4



## International Finance Corporation

### Debt Issuance Programme

Issue of

**AUD300,000,000 4.25% Medium Term Notes due 21 August 2023 ("Notes")  
(to be consolidated and form a single Series with the Issuer's existing AUD200,000,000 4.25%  
Medium Term Notes due 21 August 2023, issued on 21 August 2013, AUD125,000,000 4.25%  
Medium Term Notes due 21 August 2023, issued on 30 October 2013 and AUD150,000,000 4.25%  
Medium Term Notes due 21 August 2023, issued on 19 December 2013)**

The date of this Pricing Supplement is 6 September 2018. This Pricing Supplement (as referred to in the Information Memorandum dated 7 August 2007 in relation to the above Programme ("**Information Memorandum**")) relates to the Tranche of Notes referred to above. It is supplementary to, and should be read in conjunction with, the Information Memorandum, the Note Deed Poll executed by the Issuer dated 7 August 2007 and the Confirmation Deed Poll executed by the Issuer dated 10 October 2008.

This Pricing Supplement does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation, and no action is being taken to permit an offering of the Notes or the distribution of this Pricing Supplement in any jurisdiction where such action is required.

***The Notes are not required to be registered under the United States Securities Act of 1933, as amended. Accordingly, no registration statement has been filed with the U.S. Securities and Exchange Commission (the "Commission"). The Notes have not been approved or disapproved by the Commission or any State Securities Commission, nor has the Commission or any State Securities Commission passed upon the accuracy or adequacy of the Information Memorandum or this Pricing Supplement. Any representation to the contrary is a criminal offence in the United States. For a description of certain restrictions on offers and sales of Notes and on distribution of this Pricing Supplement and the Information Memorandum, see the section headed "Subscription and Sale" in the Information Memorandum.***

**MiFID II product governance / Retail investors, professional investors and ECPs target market:** The Issuer does not fall under the scope of application of the MiFID II package. Consequently, the Issuer does not qualify as an "investment firm", "manufacturer" or "distributor" for the purposes of MiFID II. 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 eligible counterparties, professional clients and retail clients, each as defined in MiFID II; and (ii) all channels for distribution of the Notes 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 MiFID II 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. For the purposes of this provision, the expression "**manufacturer**" means each of Commonwealth Bank of Australia and Deutsche Bank AG, Sydney Branch and the expression "**MiFID II**" means Directive 2014/65/EU, as amended.

**Section 309B(1)(c) of the Securities and Futures Act (Chapter 289 of Singapore) notification** – The Notes are "prescribed capital markets products" (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and "Excluded Investment Products" (as defined in the Monetary Authority of Singapore ("**MAS**") Notice SFA04-N12: Notice on the sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

***The Issuer is not a bank which is authorised under the Banking Act 1959 of Australia. THE NOTES ARE NOT THE OBLIGATIONS OF THE INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT OR OF ANY GOVERNMENT and, in particular, are not guaranteed by the Commonwealth of Australia or any other person or governmental agency or instrumentality of any jurisdiction.***

***The Notes do not represent deposits or other liabilities of the Arranger or any Dealer, nor does the Arranger or any Dealer in any way stand behind the capital value and/or the performance of the Notes. The holding of Notes is subject to investment risk, including possible delays in repayment and loss of income and principal invested.***

The particulars to be specified in relation to the Tranche of Notes referred to above are as follows:

- |           |  |   |   |
|-----------|--|---|---|
| <b>1</b>  | <b>Issuer</b>  | : | International Finance Corporation   |
| <b>2</b>  | <b>Type of Notes</b>   | : | Australian Domestic Notes: 4.25% Fixed Rate   |
| <b>3</b>  | <b>If to form a single Series with an existing Series, specify the existing Series and the date on which all Notes of the Series become fungible</b> | : | On the Issue Date, the Notes are to be consolidated and form a single Series with the Issuer's existing AUD200,000,000 4.25% Medium Term Notes due 21 August 2023, issued on 21 August 2013, AUD125,000,000 4.25% Medium Term Notes due 21 August 2023, issued on 30 October 2013 and AUD150,000,000 4.25% Medium Term Notes due 21 August 2023, issued on 19 December 2013 |
| <b>4</b>  | <b>Method of distribution</b>  | : | Syndicated Issue  |
| <b>5</b>  | <b>Joint Lead Managers</b>   | : | Commonwealth Bank of Australia (ABN 48 123 123 124) (" <b>CBA</b> ")<br><br>Deutsche Bank AG, Sydney Branch (ABN 13 064 165 162) (" <b>DB</b> ")<br><br>The Toronto-Dominion Bank (" <b>TD</b> ")   |
| <b>6</b>  | <b>Purchasing Dealers</b>  | : | CBA, DB and TD  |
| <b>7</b>  | <b>Principal amount of Tranche</b>   | : | AUD300,000,000  |
| <b>8</b>  | <b>Issue Date</b>  | : | 10 September 2018   |
| <b>9</b>  | <b>Issue Price</b>   | : | 107.646% of the principal amount (plus accrued interest of 0.231% of the principal amount)  |
| <b>10</b> | <b>Currency and denomination</b>   | : | Denominations of AUD1,000. The minimum consideration payable when issued in Australia will be AUD500,000  |
| <b>11</b> | <b>Maturity Date</b>   | : | 21 August 2023  |
| <b>12</b> | <b>Status of the Notes</b>   | : | Senior, unsecured   |
| <b>13</b> | <b>If the Notes are Fixed Rate Notes</b>   | : | Condition 6 applies: Yes  |
|           | <b>Fixed Coupon Amount</b>   | : | AUD21.25 per AUD1,000 in principal amount per Interest Payment Date   |
|           | <b>Interest Rate</b>   | : | 4.25% per annum   |

	<b>Interest Commencement Date</b>	:	21 August 2018
	<b>Interest Payment Dates</b>	:	Semi-annually on 21 February and 21 August, commencing with a full first coupon payable on 21 February 2019 to and including the Maturity Date, subject to Business Day Convention
	<b>Business Day Convention</b>	:	Following Business Day Convention (Unadjusted)
	<b>Day Count Fraction</b>	:	RBA Bond Basis where:  <b>RBA Bond Basis</b> means one divided by the number of Interest Payment Dates in a year (or where the Calculation Period does not constitute an Interest Period, the actual number of days in the Calculation Period divided by 365 (or, if the portion of the Calculation Period falls in a leap year, the sum of: (i) the actual number of days in that portion of the Calculation Period falling in a leap year divided by 366; and (ii) the actual number of days in that portion of the Calculation Period falling in a non-leap year divided by 365)).
14	<b>If the Notes are Floating Rate Notes</b>	:	Condition 7 applies: No
15	<b>Relevant Financial Centre</b>	:	Not applicable
16	<b>Linear Interpolation</b>	:	Not applicable
17	<b>If Notes are Structured Notes</b>	:	Condition 8 applies: No
18	<b>Amortisation Yield</b>	:	Not applicable
19	<b>If Notes are Instalment Notes</b>	:	Not applicable
20	<b>If Notes are Partly Paid Notes</b>	:	Not applicable
21	<b>Redemption Amount</b>	:	Outstanding principal amount
22	<b>Early Redemption Amount (Default)</b>	:	Redemption Amount plus interest accrued on each Note to (but excluding) the redemption date
23	<b>Additional or alternate newspapers</b>	:	Not applicable. Notices to be given in accordance with Condition 20.

- CONFIRMED**  
For and on behalf of  
**International Finance Corporation**

Date: 6 September 2018

## SCHEDULE

The section of the Information Memorandum entitled "Subscription and Sale" is amended by deleting the selling restrictions set out in paragraphs 2, 5, 6, 7 and 8 and replacing them with the following:

### "2 Australia

No prospectus or other disclosure document (as defined in the Corporations Act 2001 of Australia ("**Corporations Act**")) in relation to the Programme or any Notes has been, or will be, lodged with the Australian Securities and Investment Commission ("**ASIC**"). Each Dealer has represented and agreed that it:

- (a) has not made or invited, and will not make or invite, an offer of the Notes for issue or sale in Australia (including an offer or invitation which is received by a person in Australia); and
- (b) has not distributed or published, and will not distribute or publish, this Information Memorandum or any other offering material or advertisement relating to any Notes in Australia,

unless:

- (i) the aggregate consideration payable by each offeree is at least A\$500,000 (or its equivalent in an alternate currency, in either case, disregarding moneys lent by the offeror or its associates) or the offer otherwise does not require disclosure to investors under Parts 6D.2 or 7.9 of the Corporations Act;
- (ii) the offer does not constitute an offer to a "retail client" for the purpose of Chapter 7 of the Corporations Act;
- (iii) such action complies with all applicable laws and regulations; and
- (iv) such action does not require any document to be lodged with ASIC.

### 5 Hong Kong

Each Dealer has represented and agreed that:

- (a) the Notes have not been authorised by the Hong Kong Securities and Futures Commission;
- (b) it has not offered or sold and will not offer or sell in Hong Kong, by means of any document, any Notes other than (i) to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571) (as amended) of Hong Kong ("**SFO**") and any rules made under the SFO, or (ii) in other circumstances which do not result in the document being a "prospectus" as defined in the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) (as amended) of Hong Kong or which do not constitute an offer to the public within the meaning of that Ordinance; and
- (c) unless it is a person permitted to do so under the applicable securities laws of Hong Kong, it has not issued, or had in its possession for the purpose of issue, and will not issue, or have in its possession for the purpose of issue, whether in Hong Kong or elsewhere, any advertisement, invitation, base prospectus or other offering material or other document relating to the Notes, which is directed at, or the contents of which are likely to be accessed or read by, the public in Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Notes which are or are intended to be disposed of only to persons outside Hong Kong or only to

"professional investors" within the meaning of the SFO and any rules made under the SFO.

## 6 Japan

The Notes have not been and will not be registered under the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended, the "**Financial Instruments and Exchange Act**") and, accordingly, each Dealer appointed under the Programme has represented and agreed that it has not offered or sold, and will not offer or sell any Notes directly or indirectly, in Japan or to, or for the benefit of, any resident of Japan (as defined under Item 5, Paragraph 1, Article 6 of the Foreign Exchange and Foreign Trade Act (Act No. 228 of 1949, as amended)) or to others for re-offering or resale, directly or indirectly, in Japan or to, or for the benefit of, any resident of Japan, except pursuant to an exemption from the registration requirements of, and otherwise in compliance with, the Financial Instruments and Exchange Act and any other applicable laws, regulations and ministerial guidelines of Japan.

## 7 New Zealand

Each Dealer has represented and agreed that:

- (a) it has not offered or sold, and will not offer or sell, directly or indirectly, any Notes; and
- (b) it has not distributed and will not distribute, directly or indirectly, any offering materials or advertisement in relation to any offer of Notes,

in each case in New Zealand other than:

- (i) to persons who are "wholesale investors" as that term is defined in clauses 3(2)(a), (c) and (d) of Schedule 1 to the Financial Markets Conduct Act 2013 of New Zealand ("**FMC Act**"), being a person who is:
  - (A) an "investment business";
  - (B) "large"; or
  - (C) a "government agency",in each case as defined in Schedule 1 to the FMC Act; or
- (ii) in other circumstances where there is no contravention of the FMC Act, provided that (without limiting paragraph (i) above) Notes may not be offered or transferred to any "eligible investors" (as defined in the FMC Act) or any person that meets the investment activity criteria specified in clause 38 of Schedule 1 to the FMC Act.

## 8 Singapore

The Information Memorandum has not been registered as a prospectus with the Monetary Authority of Singapore under the Securities and Futures Act, Chapter 289 of Singapore ("**Securities and Futures Act**").

Each Dealer has represented and agreed that it will not offer or sell the Notes, nor make the Notes the subject of an invitation for subscription or purchase, nor will it circulate or distribute the Information Memorandum or any other document or material in connection with the offer or sale or invitation for subscription or purchase of any Notes, whether directly or indirectly, to persons in Singapore other than: (a) to an institutional investor under Section 274 of the Securities and Futures Act; (b) to a relevant person (as defined in Section 275(2) of the Securities and Futures Act) pursuant to Section 275(1) of the Securities and Futures Act, or any person pursuant to Section 275(1A) of the Securities and Futures Act, and in accordance with the conditions specified in Section 275 of the Securities and Futures Act, or (c) otherwise than pursuant to, and

in accordance with the conditions of, any other applicable provision of the Securities and Futures Act.

Where the Notes are subscribed or purchased in reliance of an exemption under Section 274 or 275 of the Securities and Futures Act, the Notes shall not be sold within the period of 6 months from the date of the initial acquisition of the Notes, except to any of the following persons:

- (a) an institutional investor (as defined in Section 4A of the Securities and Futures Act);
- (b) a relevant person (as defined in Section 275(2) of the Securities and Futures Act); or
- (c) any person pursuant to an offer referred to in Section 275(1A) of the Securities and Futures Act,

unless expressly specified otherwise in Section 276(7) of the Securities and Futures Act or Regulation 32 of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005 of Singapore.

Where the Notes are subscribed or purchased under Section 275 of the Securities and Futures Act by a relevant person which is:

- (a) a corporation (which is not an accredited investor (as defined in Section 4A of the Securities and Futures Act)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities (as defined in Section 239(1) of the Securities and Futures Act) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Notes pursuant to an offer made under Section 275 of the Securities and Futures Act except:

- (i) to an institutional investor (under Section 274 of the Securities and Futures Act) or to a relevant person (as defined in Section 275(2) of the Securities and Futures Act and in accordance with the conditions specified in Section 275 of the Securities and Futures Act;
- (ii) (in the case of a corporation) where the transfer arises from an offer referred to in Section 276(3)(i)(B) of the Securities and Futures Act or (in the case of a trust) where the transfer arises from an offer referred to in Section 276(4)(i)(B) of the Securities and Futures Act;
- (iii) where no consideration is or will be given for the transfer;
- (iv) where the transfer is by operation of law;
- (v) as specified in Section 276(7) of the Securities and Futures Act; or
- (vi) as specified in Regulation 32 of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005 of Singapore."