

Series No.: 4

Tranche No.: 1



International Finance Corporation

Debt Issuance Programme

Issue of

**AUD1,100,000,000 Medium Term Notes due 16 March 2015
("Notes")**

The date of this Pricing Supplement is 12 March 2010. 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.

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.

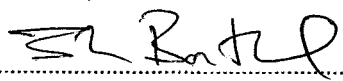
The particulars to be specified in relation to the Tranche of Notes referred to above are as follows:

- | | | |
|----------|---|--|
| 1 | Issuer | : International Finance Corporation |
| 2 | Type of Notes | : Australian Domestic Notes: 5.75% Fixed Rate |
| 3 | 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, if not the Issue Date | : Not applicable |

4	Method of distribution	: Syndicated Issue
5	Lead Managers	: Australia and New Zealand Banking Group Limited (ABN 11 005 357 522) ("ANZ"), Commonwealth Bank of Australia (ABN 48 123 123 124) ("CBA") and Royal Bank of Canada (ABN 86 076 940 880) ("RBC")
6	Purchasing Dealers	: ANZ, CBA and RBC
7	Principal amount of Tranche	: AUD1,100,000,000
8	Issue Date	: 16 March 2010
9	Issue Price	: 99.957%
10	Currency and denomination	: Denominations of AUD1,000. The minimum consideration payable when issued in Australia will be AUD500,000
11	Maturity Date	: 16 March 2015
12	Status of the Notes	: Senior, unsubordinated
13	If the Notes are Fixed Rate Notes	: Condition 6 applies: Yes
	Fixed Coupon Amount	: AUD28.75 per AUD1,000 in principal amount per Interest Payment Date
	Interest Rate	: 5.75% per annum
	Interest Commencement Date	: Issue Date
	Interest Payment Dates	: Semi-annually on 16 March and 16 September, commencing with a full first coupon payable on 16 September 2010 to and including the Maturity Date, subject to Business Day Convention
	Business Day Convention	: Following Business Day Convention (Unadjusted)
	Day Count Fraction	: RBA Bond Basis
14	If the Notes are Floating Rate Notes	: Condition 7 applies: No
15	Relevant Financial Centre	: Not applicable
16	Linear Interpolation	: Not applicable
17	If Notes are Structured Notes	: Condition 8 applies: No
18	Amortisation Yield	: Not applicable
19	If Notes are Instalment Notes	: Not applicable
20	If Notes are Partly Paid Notes	: Not applicable
21	Redemption Amount	: Outstanding principal amount

- 22 **Early Redemption Amount (Default)** : Redemption Amount plus interest accrued on each Note to (but excluding) the Redemption Date
- 23 **Additional or alternate newspapers** : Not applicable. Notices to be given in accordance with Condition 20.
- 24 **Other relevant terms and conditions** : **1. Business Days**
 See the definition for Business Days under Condition 1.1, provided that the words "Washington DC, and" in that definition are deleted.
- 2. Amendment to Condition 5.7(a)**
 The following is inserted into Condition 5.7(a) as a new sub-paragraph (iii):
 "(iii) the transferee is not a "retail client" as that term is defined in section 761G of the Corporations Act;"
- 25 **Registrar** : Reserve Bank of Australia
- 26 **Calculation Agent** : Not applicable
- 27 **Clearing System(s)** : Austraclear, Euroclear and Clearstream
- 28 **ISIN** : AU00001FXHC6
- 29 **Common Code** : 049372299
- 30 **Selling restrictions** : The Selling Restrictions are amended as set out in the Schedule to this Pricing Supplement
- 31 **Listing** : It is intended that the Notes will be listed on the Australian Securities Exchange operated by ASX Limited (ABN 98 008 624 691)
- 32 **Additional information** : Not applicable

CONFIRMED
 For and on behalf of
International Finance Corporation

By: 
 Name: John Borthwick
 Title: Deputy Treasurer
Head of Funding Operations
 Date: 12 March 2010

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, 8 and 9 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) 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 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
- (b) 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 as defined in 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 (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 Japanese Person or to others for re-offering or resale, directly or indirectly, in Japan or to, or for the benefit of, any Japanese Person, 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 and regulations of Japan. For the purposes of this paragraph, "Japanese Person" means any person resident in Japan, including any corporation or other entity organised under the laws 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 unless:

- (i) the aggregate consideration payable is not less than NZ\$500,000 (disregarding any amount lent by the offeror or any associated person of the offeror); or
- (ii) the New Zealand Notes are transferred to persons whose principal business is the investment of money or who in the course of and for the purposes of their business, habitually invest money within the meaning of the Securities Act 1978 of New Zealand or to eligible persons within the meaning of the Securities Act 1978 of New Zealand or in other circumstances where there is no contravention of the Securities Act 1978 of New Zealand.

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, as amended (the "**Securities and Futures Act**"). Each Dealer has represented, warranted and agreed that the Notes may not be offered or sold or made the subject of an invitation for subscription or purchase nor may 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 be circulated or distributed, whether directly or indirectly, to the public or any member of the public in Singapore other than (a) to an institutional investor or other person falling within Section 274 of the Securities and Futures Act, (b) to a relevant person 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.

Each of the following relevant persons specified in Section 275 of the Securities and Futures Act which has subscribed or purchased Notes, namely a person who 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 is an accredited investor,

should note that shares, debentures and units of shares and debentures of that corporation or the beneficiaries' rights and interest however described in that trust shall not be transferable for six months after that corporation or that trust has acquired the Notes under Section 275 of the Securities and Futures Act except:

- (i) to an institutional investor (for corporations) under Section 274 of the Securities and Futures Act or to a relevant person, or to any person pursuant to an offer that is made on terms that such shares, debentures and units of shares and debentures of that corporation or such rights or interest in that trust are acquired at a consideration of not less than S\$200,000 (or its equivalent in a foreign currency) for each transaction, whether such amount is to be paid in cash or by exchange of securities or other assets and in accordance with the conditions, specified in Section 275 of the Securities and Futures Act;
- (ii) where no consideration is given for the transfer; or
- (iii) where the transfer is by operation of law."