#### Final Terms dated December 8, 2015



#### **International Finance Corporation**

#### Issue of

# ZAR1,000,000,000 8.72 per cent. Fixed Rate South African Notes under its Global Medium-Term Note Program

## PART A - CONTRACTUAL TERMS

This document constitutes the Final Terms of the South African Notes described herein and must be read in conjunction with (i) the JSE Placement Document dated November 24, 2015 (the JSE Placement Document); and (ii) the Prospectus dated June 3, 2008 (the Prospectus). Information on International Finance Corporation (the Corporation or IFC) and the South African Notes is only available on the basis of the combination of this Final Terms, the JSE Placement Document and the Prospectus. The JSE Placement Document and the Prospectus have each been published on the Corporation's website, at <a href="https://www.ifc.org">www.ifc.org</a> and are available for viewing during normal business hours at, and copies may be obtained from, the Specified Office of the South African Transfer Agent (set out below). The JSE Placement Document has also been published on the JSE Limited's website, at <a href="https://www.ifc.org">www.ifc.org</a> and are available for viewing during normal business hours at, and copies may be obtained from, the Specified Office of the South African Transfer Agent (set out below). The JSE Placement Document has also been published on the JSE Limited's website, at <a href="https://www.ifc.org">www.ifc.org</a> and are available for viewing during normal business hours at, and copies may be obtained from, the Specified Office of the South African Transfer Agent (set out below). The JSE Placement Document has also been published on the JSE Limited's website, at <a href="https://www.ifc.org">www.ifc.org</a> and are available for viewing during normal business hours at, and copies may be obtained from the Specified Office of the South African Transfer Agent (set out below). The JSE Placement Document has also been published on the JSE Limited's website, at <a href="https://www.ifc.org">www.ifc.org</a> and <a h

Unless terms are defined herein, capitalized terms shall have the meanings given to them in the JSE Placement Document and the Prospectus.

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

Issuer:	International Finance Corporation
(i) Series Number:	1488
(ii) Tranche Number:	1
Specified Currency or Currencies:	South African Rand "ZAR"
Aggregate Nominal Amount:	ZAR1,000,000,000
(i) Series:	ZAR1,000,000,000
(ii) Tranche:	ZAR1,000,000,000
Issue Price:	100 per cent. of the Aggregate Nominal Amount
(i) Specified Denominations:	ZAR100,000
(ii) Calculation Amount:	ZAR100,000
(i) Issue Date:	December 10, 2015
(ii) Interest Commencement Date:	December 10, 2015
Maturity Date:	December 10, 2024
	<ul> <li>(i) Series Number:</li> <li>(ii) Tranche Number:</li> <li>Specified Currency or Currencies:</li> <li>Aggregate Nominal Amount:</li> <li>(i) Series:</li> <li>(ii) Tranche:</li> <li>Issue Price:</li> <li>(i) Specified Denominations:</li> <li>(ii) Calculation Amount:</li> <li>(i) Issue Date:</li> <li>(ii) Interest Commencement Date:</li> </ul>

Interest Basis: 9.

8.72 per cent. Fixed Rate

(further particulars specified below)

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, unsecured

14. Method of distribution:

Non-syndicated;

Bookbuild

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Note Provisions:

Applicable

Fixed Interest Payment Dates

June 10 and December 10 in each year, commencing June 10

2016 to and including the Maturity Date

(ii) Fixed Coupon Amount

ZAR4,360 per Calculation Amount

(iii) Initial Broken Amount

Not Applicable

(iv) Final Broken Amount

Not Applicable

(v) Interest Determination Date

Not Applicable

(vi) Day Count Fraction

Actual/365

(vii) Any other terms relating to the particular method of calculating interest

Not Applicable

16. Floating Rate Note Provisions:

Not Applicable

17. Last Day to Register:

by 17h00 (Johannesburg time) on May 30 and November 29,

in each year until the Maturity Date

18. Books Closed Period:

The South African Register will be closed from (and including) May 31 to (but excluding) June 10 and from (and including) November 30 to (but excluding) December 10, in

each year until the Maturity Date

19. Zero Coupon Note Provisions:

Not Applicable

Note/other Linked Interest variable-linked interest Note Provisions:

Not Applicable

21. Dual Currency Note Provisions:

Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

22. Call Option I:

Not Applicable

23. Put Option:

Not Applicable

24. Final Redemption Amount of each Note:

ZAR100,000 per Calculation Amount

In cases where the Final Redemption Amount is Index Linked or other

variable-linked:

Not Applicable

25. Early Redemption Amount:

Amount(s) per Early Redemption Calculation Amount payable on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out

ZAR100,000 per Calculation Amount

in the Conditions):

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

26. Form of Notes:

The South African Notes in this Series are listed and issued in

uncertificated form and held by the CSD

27. New Global Note (NGN):

No

28. Financial Centre(s) or other special provisions relating to payment dates:

Johannesburg, London and New York

29. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):

No

30. 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

31. Details relating to instalment Notes: amount of each instalment, date on which each payment is to be made:

Not Applicable

32. Redenomination, renominalization and reconventioning provisions:

Not Applicable

33. Consolidation provisions:

Not Applicable

34. Additional terms:

Applicable

(i) Governing law:

South African

#### DISTRIBUTION

35. (i) If syndicated, names and addresses of Managers and underwriting commitments:

Not Applicable

(ii) Date of Terms Agreement:

December 8, 2015

(iii) Stabilizing Manager(s) (if any):

Not Applicable

36. If non-syndicated, name and address of Dealer:

Rand Merchant Bank, a division of FirstRand Bank Limited

1 Merchant Place

Cnr Fredman Drive and Rivonia Road

Sandton 2196

South Africa

37. Total commission and concession:

Not Applicable

38. Additional selling restrictions:

Not Applicable

#### Responsibility:

The Corporation accepts full responsibility for the information contained in this Final Terms and the JSE Placement Document. To the best of the knowledge and belief of the Corporation (who has taken all reasonable care to ensure that such is the case) the information contained in this Final Terms and the JSE Placement Document is in accordance with the facts and does not omit anything which would make any statement false or misleading and all reasonable enquiries to ascertain such facts have been made. This Final Terms and the JSE Placement Document contains all information required by law and the debt listings requirements of the JSE.

As at the date of this Final Terms:

- (i) the Corporation has not issued any South African Notes under the Program; and
- (ii) the authorised Program Amount of ZAR5,000,000,000 has not been exceeded.

Application is hereby made to list this issue of South African Notes on December 10, 2015.

SIGNED at Washington DC on this 8th day of December 2015.

For and on behalf of

INTERNATIONAL FINANCE CORPORATION

Name: TALEMSA EAUCH

Capacity: Authorized Officer Who warrants authority hereto Name: WANKH MANUELAR

Capacity: Authorized Officer
Who warrants his authority hereto

#### PART B - OTHER INFORMATION

#### LISTING

Interest Rate Market of the JSE (i) Listing:

Application has been made for the South African Notes to be Admission to trading: (ii)

admitted to trading on the Interest Rate Market of the JSE with

effect from December 10, 2015.

#### 2. RATINGS

The Corporation is rated: Ratings:

> S & P: AAA assigned as at May 29, 2015 and Moody's: aaA assigned as at December 1, 2014, which ratings may be renewed from time to time

#### 3. **OPERATIONAL INFORMATION**

The CSD Clearing System

ZAG000131962 ISIN Code:

Common Code: IFC01

Not Applicable CUSIP: Not Applicable CINS:

Delivery against payment Delivery:

The Standard Bank of South Africa Limited, acting through Name and Specified Office of South

its Corporate and Investment Banking division African Paying Agent:

25 Pixley Ka Isaka Seme Street

Johannesburg 2000 South Africa

Name and Specified Office of South

The Standard Bank of South Africa Limited, acting through

its Corporate and Investment Banking division African Transfer Agent:

25 Pixley Ka Isaka Seme Street

Johannesburg 2000

South Africa

#### USE OF PROCEEDS

The net proceeds of the issue of the Notes (which may be converted into US Dollars) will be allocated within IFC's treasury to a special sub-portfolio that will be linked to IFC's lending operations for climaterelated projects (Eligible Projects). The sub-portfolio will be invested by IFC's Treasury in accordance with IFC's liquid asset management investment guidelines. So long as the Notes are outstanding, the balance of the sub-portfolio will be reduced by amounts matching disbursements made in respect of Eligible Projects.

Eligible Projects will be selected from all climate-related projects funded, in whole or in part, by IFC. IFC reserves the right to lend directly or indirectly. Eligible Projects may include the following investments:

investments in equipment, systems and services which result in a reduced use of energy per unit of product or service generated, such as waste heat recovery, cogeneration, building insulation, energy loss reduction in transmission and distribution;

- investments in equipment, systems and services which enable the productive use of energy from renewable resources such as wind, hydro, solar and geothermal production;
- investments to improve industrial processes, services and products that enhance the conversion efficiency of manufacturing inputs (energy, water, raw materials) to saleable outputs, including reduction of impact at source;
- investments in manufacturing of components used in energy efficiency, renewable energy or cleaner production, such as solar photovoltaics, manufacture of turbines, building insulation materials;
- investments in sustainable forestry; and
- lending to financial intermediaries with the requirement that the IFC's investment be on-lent to specific climate projects that fit the criteria contained herein.

The above examples of Eligible Projects are for illustrative purposes only and no assurance can be provided that disbursements for projects with these specific characteristics will be made by IFC during the term of the Notes. The payment of interest and principal in respect of the Notes is strictly based on the credit quality of IFC, and is not directly affected by the result of the underlying investments that IFC makes.

#### 5. GENERAL

Applicable TEFRA exemption:

Not Applicable