

Final Terms dated May 21, 2010

International Bank for Reconstruction and Development

Issue of
US\$4,500,000,000 2.375 per cent. Notes due May 26, 2015
under the
Global Debt Issuance Facility

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 Prospectus dated May 28, 2008. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with such Prospectus.

SUMMARY OF THE NOTES

- | | |
|---|---|
| 1. Issuer: | International Bank for Reconstruction and Development (“ IBRD ”) |
| 2. (i) Series Number: | 10462 |
| (ii) Tranche Number: | 1 |
| 3. Specified Currency or Currencies (Condition 1(d)): | United States Dollars (“ US\$ ”) |
| 4. Aggregate Nominal Amount: | |
| (i) Series: | US\$4,500,000,000 |
| (ii) Tranche: | US\$4,500,000,000 |
| 5. (i) Issue Price: | 99.546 per cent. of the Aggregate Nominal Amount |
| (ii) Net proceeds: | US\$4,473,945,000 |
| 6. Specified Denominations (Condition 1(b)): | US\$1,000 and integral multiples thereof |
| 7. Issue Date: | May 26, 2010 |
| 8. Maturity Date (Condition 6(a)): | May 26, 2015 |
| 9. Interest Basis (Condition 5): | Fixed Rate
(further particulars specified below) |

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| 10. Redemption/Payment Basis (Condition 6): | Redemption at par |
| 11. Change of Interest or Redemption/Payment Basis: | Not Applicable |
| 12. Call/Put Options (Condition 6): | None |
| 13. Status of the Notes (Condition 3): | Unsecured and unsubordinated |
| 14. Listing: | Luxembourg Stock Exchange |
| 15. Method of distribution: | Syndicated |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

- | | |
|--|---|
| 16. Fixed Rate Note Provisions (Condition 5(a)): | Applicable |
| (i) Rate of Interest: | 2.375 per cent. per annum payable semi-annually in arrear |
| (ii) Interest Payment Date(s): | May 26 and November 26 in each year, commencing on November 26, 2010 to and including the Maturity Date |
| (iii) Fixed Coupon Amount: | US\$11.88 per Specified Denomination |
| (iv) Day Count Fraction (Condition 5(l)): | 30/360 |
| (v) Other terms relating to the method of calculating interest for Fixed Rate Notes: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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|---|------------------------------|
| 17. Final Redemption Amount of each Note (Condition 6): | At par |
| 18. Early Redemption Amount (Condition 6(c)): | As set out in the Conditions |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 19. Form of Notes (Condition 1(a)): | Fed Bookentry Notes:
Fed Bookentry Notes available on Issue Date |
| 20. New Global Note: | No |

21. Financial Centre(s) or other special provisions relating to payment dates (Condition 7(h)): New York
22. Governing law (Condition 14): New York
23. Other final terms: Not Applicable

DISTRIBUTION

24. (i) If syndicated, names of Managers and underwriting commitments:
- | | |
|---|--------------------|
| Barclays Bank PLC | US\$1,048,750,000 |
| Credit Suisse Securities (Europe) Limited | US\$1,048,750,000 |
| HSBC Securities (USA) Inc. | US\$1,048,750,000 |
| J.P. Morgan Securities Ltd.. | US\$1,048,750,000 |
|
Banc of America Securities LLC |
US\$25,000,000 |
| Daiwa Capital Markets Europe Limited | US\$100,000,000 |
| RBC Capital Markets Corporation | US\$80,000,000 |
| UBS Limited | US\$50,000,000 |
|
Citigroup Global Markets Inc. |
US\$5,000,000 |
| Deutsche Bank AG, London Branch | US\$5,000,000 |
| Goldman Sachs International | US\$5,000,000 |
| Morgan Stanley & Co. International plc | US\$5,000,000 |
| Nomura International plc | US\$5,000,000 |
| RBS Securities Inc. | US\$5,000,000 |
| Skandinaviska Enskilda Banken AB (publ) | US\$5,000,000 |
| SG Americas Securities, LLC | US\$5,000,000 |
| TD Securities (USA) LLC | US\$5,000,000 |
| Wells Fargo Securities, LLC | US\$5,000,000 |
- (ii) Stabilizing Manager(s) (if any): Not Applicable

25. If non-syndicated, name of Dealer: Not Applicable
26. Total commission and concession: 0.125 per cent. of the Aggregate Nominal Amount
27. Additional selling restrictions: Not Applicable

OPERATIONAL INFORMATION

28. ISIN Code: US459058AR40
29. Common Code: 051194098
30. CUSIP: 459058AR4

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| 31. Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, <i>société anonyme</i> and The Depository Trust Company and the relevant identification number(s): | Bookentry system of the Federal Reserve Banks; Euroclear Bank S.A./N.V.; Clearstream Banking, <i>société anonyme</i> |
| 32. Delivery: | Delivery against payment |
| 33. Intended to be held in a manner which would allow Eurosystem eligibility: | Not Applicable |

GENERAL INFORMATION

IBRD's most recently published Information Statement was issued on September 28, 2009.

LISTING APPLICATION

These Final Terms comprise the final terms required for the admission to the Official List of the Luxembourg Stock Exchange and to trading on the Luxembourg Stock Exchange's regulated market of the Notes described herein issued pursuant to the Global Debt Issuance Facility of International Bank for Reconstruction and Development.

RESPONSIBILITY

IBRD accepts responsibility for the information contained in these Final Terms.

Signed on behalf of IBRD:

By:

Name:

Title:

Duly authorized