# Final Terms dated March 24, 2022

#### **International Bank for Reconstruction and Development**

#### Issue of US\$1,000,000,000 2.250 per cent. Notes due March 28, 2024

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 September 24, 2021. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with such Prospectus.

MiFID II product governance / Retail investors, professional investors and ECPs target market – See Term 28 below.

UK MiFIR product governance / Retail investors, professional investors and ECPs target market – See Term 29 below.

## SUMMARY OF THE NOTES

1.	Issuer	:	International Bank for Reconstruction and Development ("IBRD")
2.	(i)	Series number:	101525
	(ii)	Tranche number:	1
3.	Specified Currency or Currencies (Condition 1(d)):		United States Dollars ("US\$")
4.	Aggregate Nominal Amount		
	(i)	Series:	US\$1,000,000,000
	(ii)	Tranche:	US\$1,000,000,000
5.	(i)	Issue Price:	99.922 per cent. of the Aggregate Nominal Amount
	(ii)	Net proceeds:	US\$998,470,000
6.	Specif 1(b)):	ied Denominations (Condition	US\$1,000 and integral multiples thereof
7.	Issue 1	Date:	March 29, 2022
8.	Matur	ity Date (Condition 6(a)):	March 28, 2024
9.	Interest basis (Condition 5):		2.250 per cent. Fixed Rate (further particulars specified below)
10.	Redemption/Payment basis (Condition 6):		Redemption at par
11.		e of interest or ption/payment basis:	Not Applicable
12.	Call/P	ut Options (Condition 6):	Not Applicable

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# http://www.oblible.com

Listing:

14.

- 13. Status of the Notes (Condition 3): Unsecured and unsubordinated
  - Luxembourg Stock Exchange
- 15. Method of distribution: Syndicated

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16.	Fixed Rate Note provisions (Condition 5(a)): (i) Rate of Interest:		Applicable	
			2.250 per cent. per annum payable semi-annually in arrear	
	(ii)	Interest Payment Date(s):	March 28 and September 28 of each year, from and including September 28, 2022, to and including the Maturity Date, not subject to adjustment in accordance with a Business Day Convention	
(iii) I		Interest Period Date(s):	Each Interest Payment Date	
	(iv)	Business Day Convention:	Not Applicable	
	(v)	Day Count Fraction (Condition 5(l)):	30/360	
	(vi)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable	
PRO	PROVISIONS RELATING TO REDEMPTION			
17.	Final Redemption Amount of each Note (Condition 6):		US\$1,000 per minimum Specified Denomination	

18.	Early Redemption Amount	As set out in the Conditions
	(Condition $6(c)$ ):	

# GENERAL PROVISIONS APPLICABLE TO THE NOTES

19.	Form of Notes (Condition 1(a)):	Fed Bookentry Notes:	
		Fed Bookentry Notes available on Issue Date	
20.	New Global Note / New Safekeeping Structure:	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	

# EXECUTION VERSION

## DISTRIBUTION

24.	(i)	If syndicated, names of	Deutsche Bank AG, London Branch	US\$217,500,000
	(-)	Managers and underwriting	Merrill Lynch International	US\$217,500,000
		commitments:	Goldman Sachs International	US\$217,500,000
			J.P. Morgan Securities plc	US\$217,500,000
			CastleOak Securities, L.P.	US\$58,000,000
			Scotiabank Europe plc	US\$44,000,000
			Barclays Bank PLC	US\$2,000,000
			BMO Capital Markets Corp.	US\$2,000,000
			BNP Paribas	US\$2,000,000
			Citigroup Global Markets Limited	US\$2,000,000
			Crédit Agricole Corporate and Investment Bank	US\$2,000,000
			Daiwa Capital Markets Europe Limited	US\$2,000,000
			HSBC Bank plc	US\$2,000,000
			ICBC Standard Bank Plc	US\$2,000,000
			Morgan Stanley & Co. International	US\$2,000,000
			plc National Bank Financial Inc.	US\$2,000,000
			Nomura International plc	US\$2,000,000
			RBC Capital Markets, LLC	US\$2,000,000
			The Toronto-Dominion Bank	US\$2,000,000
			Wells Fargo Securities, LLC	US\$2,000,000
			All sales of Notes in the U.S. will be made by or through U.Sregistered broker-dealers. ICBC Standard Bank Plc is restricted in its U.S. securities dealings under the United States Bank Holding Company Act and may not underwrite, subscribe, agree to purchase or procure purchasers to purchase securities that are offered or sold in the United States. Accordingly, ICBC Standard Bank Plc shall not be obligated to, and shall not, underwrite, subscribe, agree to purchase or procure purchasers to purchase Notes constituting part of its allotment that may be offered or sold by other underwriters in the United States. ICBC Standard Bank Plc shall offer and sell Notes constituting part of its allotment solely outside the United States.	
	(ii)	Stabilizing Manager(s) (if any):	f Not Applicable	
25.	If non-	-syndicated, name of Dealer:	Not Applicable	
26.	Total commission and concession:		0.075 per cent. of the Aggregate Nominal Amount	
27.	Additional selling restrictions:		Not Applicable	

# EXECUTION VERSION

28. MiFID II product governance / Retail investors, professional investors and ECPs target market:

#### 29. UK MiFIR product governance / Retail investors, professional investors and ECPs target market:

#### Directive 2014/65/EU (as amended, "MiFID II") product governance / Retail investors, professional investors and ECPs target market:

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 ECPs, 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 Term 28, "manufacturer" means Deutsche Bank AG, London Branch and Goldman Sachs International.

IBRD does not fall under the scope of application of MiFID II. Consequently, IBRD does not qualify as an "investment firm", "manufacturer" or "distributor" for the purposes of MiFID II.

#### Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("UK MiFIR") product governance / Retail investors, professional investors and ECPs target market:

Solely for the purposes of the manufacturers' 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 (as defined in the United Kingdom Financial Conduct Authority (the "FCA") Handbook Conduct of Business Sourcebook ("COBS")), professional clients (as defined in UK MiFIR) and retail clients (as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018); 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 manufacturers' target market assessment; however, each distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "UK MiFIR Product Governance Rules") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

# EXECUTION VERSION

For the purposes of this Term 29, "manufacturers" means Deutsche Bank AG, London Branch, Goldman Sachs International, Merrill Lynch International and J.P. Morgan Securities plc.

IBRD does not fall under the scope of application of UK MiFIR. Consequently, IBRD does not qualify as an "investment firm", "manufacturer" or "distributor" for the purposes of UK MiFIR.

### **OPERATIONAL INFORMATION**

- 30. Legal Entity Identifier of the Issuer:
- 31. ISIN Code:

32. Common Code:

- 33. CUSIP:
- 34. Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking, S.A. and The Depository Trust Company and the relevant identification number(s):

246292299

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45906M3C3

US45906M3C38

Bookentry system of the Federal Reserve Banks

	Identification number(s).	
35.	Delivery:	Delivery versus payment
36.	Intended to be held in a manner which would allow Eurosystem eligibility:	Not Applicable

#### **GENERAL INFORMATION**

IBRD's most recent Information Statement was issued on September 22, 2021.

## SUPPLEMENTAL PROSPECTUS INFORMATION

The Prospectus is hereby supplemented with the following information, which shall be deemed to be incorporated in, and to form part of, the Prospectus.

The Dealers are represented by Sullivan & Cromwell LLP. From time to time Sullivan & Cromwell LLP performs legal services for IBRD.

#### 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:

Ву: .....